

Annual Report 25



TABLE OF CONTENTS

CORPORATE DIRECTORY	2
CHAIRMAN'S MESSAGE	3
OPERATIONS REPORT	5
CORPORATE UPDATE.....	13
DIRECTORS' REPORT	16
AUDITOR'S INDEPENDENCE DECLARATION	29
STATEMENT OF PROFIT AND LOSS AND OTHER COMPREHENSIVE INCOME	30
STATEMENT OF FINANCIAL POSITION	31
STATEMENT OF CHANGES IN EQUITY.....	32
STATEMENT OF CASH FLOWS.....	33
NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS	34
CONSOLIDATED ENTITY DISCLOSURE STATEMENT.....	51
DIRECTORS' DECLARATION	52
INDEPENDENT AUDITOR'S REVIEW REPORT TO THE MEMBERS OF TMK ENERGY LIMITED	53
ADDITIONAL SHAREHOLDER INFORMATION	57
TENEMENT SCHEDULE.....	61

CORPORATE DIRECTORY

DIRECTORS

Prof. John Warburton
Non-Executive Chairman

Glenn Corrie
Non-Executive Director

Brett Lawrence
Non-Executive Director

Gema Gerelsaikhan
Non-Executive Director

CHIEF EXECUTIVE OFFICER

Dougal Ferguson

COMPANY SECRETARY

Dougal Ferguson

REGISTERED & HEAD OFFICE

3 Richardson Street
West Perth WA 6005

Telephone: + 61 8 6319 1900

MONGOLIAN OFFICE

Level 9, Niislel, 15th Khoroo
Buyanzurkh District, Ulaanbaatar

AUDITORS

BDO Audit Pty Ltd
Level 9, Mia Yellagonga Tower 2,
5 Spring St,
Perth WA 6000

SHARE REGISTRY

Automic Registry Services
Level 5, 191 St Georges Terrace
Perth WA 6000

Telephone: +61 8 9324 2099
Facsimile: + 61 8 9321 2337

SOLICITORS

Steinepreis Paganin
Level 14, QV1 Building
250 St Georges Terrace
Perth WA 6000

STOCK EXCHANGE LISTING

TMK Energy Limited shares are listed on the Australian Securities Exchange (ASX code: TMK)

CORPORATE GOVERNANCE STATEMENT

www.tmkenergy.com.au/corporate-governance

ABN 66 127 735 442

www.tmkenergy.com.au

Chairman's message



It's my pleasure to present to you the TMK Energy Annual Report for the year ended 31 December 2025. What a delight it is to reflect on the huge strides that TMK has achieved since this time last year.

Those of you that support our journey will be familiar with the company's 100% owned flagship asset; the Gurvantes XXXV Coal Seam Gas pilot project located in the 8,400km² Gurvantes Production Sharing Contract area in the South Gobi Desert of Mongolia.

In November 2025, I had the privilege of a 3-day visit to the pilot project site. My timing couldn't have been better. I witnessed the rock core from the target 'Upper Coal' interval in the NS-1 exploration well as it was retrieved for preservation and analysis. A morsel of the coal in the palm of my hand fizzed as its gas was liberated.

Enviably HSE Performance

I have witnessed the tough conditions at the Gurvantes XXXV project site in the winter months. Nevertheless, TMK's small majority Mongolian site operations team, under the guidance of their experienced Operations Manager, remains dedicated and proficient. I'm proud to confirm they have achieved three years free from significant safety or environmental incidents. An outstanding and enviable accomplishment for any company.

Enhanced Core Competencies

During 2025, a limited number of crucial and timely appointments were made consistent with the changing skills required as the pilot project swiftly evolves and its complexity increases. Accordingly, these appointments provided for continuous operations improvement, paramount for maintaining the exceptional HSE track record, and technical excellence in subsurface characterisation and reservoir simulation.

Critical Gas Desorption Proven and a line-of-sight to Commercialisation

In December 2024, additional pilot wells LF-04, LF-05 and LF-06 were drilled. Gas and water production rates in the field increased compared with earlier in 2024 but remained modest and subject to production interruptions through pressure build-up testing. In mid-2025 new and sophisticated subsurface modelling and reservoir simulation were undertaken following independent peer review. It was concluded that an additional well was required to achieve the critical desorption pressure required to progress towards commercial gas production. Accordingly, in August 2025, the LF-07 well was drilled with an optimised design and at a shallow location in the gas field. In addition, a revised Reservoir Management Plan was implemented. Since August 2025 LF-07 has been a star performer.

In the last six months of 2025, we achieved month on month records with gas production from the Pilot Well Project increasing from ~200m³ per day in August 2025 to over 550m³ per day in December 2025.

In March 2026, TMK announced a substantial milestone; that the all-important critical gas desorption pressure had been achieved in LF-07. Production rates are not yet commercially significant; however, the proof of concept is now well on its way to being achieved, and current gas production rates appear to be sufficient for a modest power generation project at the Pilot Well Project site.

In February 2026, we presented a conceptual development plan for the enormous, 100% owned, 1.2 TCF gas resource. This was predicated on eight months of detailed reservoir modelling work which looked at the various options available to us including vertical versus horizontal drilling. The conceptual plan will certainly be refined and modified over time, but it demonstrated that the resource we have can be developed efficiently and effectively with low cost, vertical wells.

This work has helped plot a line of sight to commercial production and will increase TMK's visibility in the Mongolian and International markets. Encouraging conversations were initiated in 2025 with potential offtake and Joint Venture parties prior to desorption and proof of concept. Those relations and more will be enthusiastically pursued in 2026 as the asset continues to deliver highly encouraging results.

Thank you

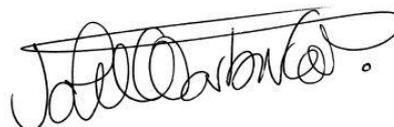
In concluding, I wish to thank all TMK staff for their dedication, professionalism and tenacity during 2025. It was a year when our cautious expectations for the Gurvantes XXXV gas project were finally realised. On behalf of the TMK Board of Directors, we extend our sincere thanks to all Shareholders for their continued support. You have patiently supported TMK and invested in our continued belief that a world class gas resource is there to be won.

TMK is young, and has proved itself to be a safe, cost effective, expeditious and diligent operator where capital is deployed judiciously and efficiently. As both a shareholder and Chairman, I am satisfied that our Company is in safe executive hands.

TMK's 2026 focus is on proving-up commercially attractive levels of gas production, quantifying gas offtake opportunities and attracting a financially and technically credible joint venture party to help fund full-field development.

We are up to the challenge and look forward to delivering on our key milestones and objectives in 2026.

Best wishes,



Prof. John Warburton
Independent Non-Executive Chairman

Operations report

Executive Summary

During the year ended 31 December 2025, TMK Energy Limited (TMK or the Company) continued to focus on advancing its 100% owned Gurvantes XXXV Coal Seam Gas Project in Mongolia, continuing to maintain an enviable safety record with no Lost Time Injuries (LTI's) and no reportable environmental incidents recorded throughout the year.

The Company also implemented several operational and structural changes within the organisation, resulting in material improvements in gas production, improved efficiency and effectiveness of its operating capability, as well as significant cost reductions across the business.

During the year, the Company safely and successfully drilled and commissioned the LF-07 production well, which was completed and placed on production in August 2025. The well quickly emerged as one of the strongest performers in the field and more recently, was the first well at the Pilot Well Project to deliver a material increase in gas rates, which was a strong indication that the critical desorption pressure had been reached in the reservoir around the LF-07 well bore.

In July 2025, the Company re-visited its reservoir management plan (RMP) and made some changes which in the months following that implementation, proved very effective and resulted in a month on month increase in gas rates, commencing in August 2025 through to the date of this report. Gas production has increased by approximately 500% since the introduction of the RMP.

The revised RMP essentially involved pumping the Pilot Wells less aggressively, whilst maximising water production to continue to reduce the reservoir pressure. This resulted in steady water production, increasing gas flows and most importantly, eliminated pump blockages and workovers which were occurring due to excessive coal fines production. These workovers were costly but also meant production was interrupted, which slowed down the pathway to reaching critical desorption.

During the year, the Company also re-focussed its efforts on building out its technical data base to allow better data driven decision making. The key deliverable was the building of a reservoir model which considered all the data that had been collected through the exploration drilling and subsequent pilot well operations data collected over recent years. The key output from the reservoir model was to better understand the reservoir performance and to be able to better predict the timeline required to reduce the reservoir pressure and reach critical desorption pressure.



**Flaring at
Lucky Fox
pilot wells**

The model confirmed that the actual reservoir pressure is continuing to decline in line with simulation model, with multiple pressure build-up tests conducted throughout the year confirming close alignment between observed data and the reservoir simulation model, further confirming the reservoir is approaching the critical desorption pressure, at which point gas flows are expected to materially increase.

As the Project moves closer to commerciality, the Company has seen increased interest from potential partners and gas/power offtake parties. TMK has also increased its engagement with the Mongolian Government, with ministerial site visits and the execution of a Memorandum of Understanding with the Ministry of Energy to assess the role of domestically produced natural gas in peak-load power generation.

During the year, TMK signed a Strategic Alliance Agreement with J-Energy which is based out of Beijing, to support not only field development planning studies, but also to assist the Company to source potential project partners during its net stage of development.

J-Energy have hosted TMK management on two separate occasions in their Beijing offices and the Company expects to increase its engagement with J-Energy in 2026 when the partnering process will become a key focus and deliverable for management.

Subsequent to 31 December 2025, the Company was successful in securing funding for its next phase of development and has recently received binding commitments for \$6 million. This additional funding will be directed towards the drilling of up to three additional pilot production wells as well as advancing several commercial and operational initiatives, including beneficially utilising the increased gas now being produced for a small “proof of concept” power generation project. Being able to produce our own power will not only reduce our operating costs but will also improve the reliability of the power source, resulting in less well downtime and a faster pathway to reaching critical desorption.

Health, Safety and Environmental

During the year, the Company maintained its enviable Health, Safety and Environment record with no reportable Lost Time Injuries (LTI's) or environmental incidents. As an operator, the Company has a comprehensive safety and risk management system and regularly reviews and updates it as its operation evolves and risks change.

TMK encourages a strong safety culture at its operations and conducts regular training exercises with both staff and contractors to maintain a safe operation. The Company has zero tolerance for drugs and alcohol at its operations and all employee's key performance indicators are linked to the Company's overall safety performance during the year.

Figure 1 Daily Gas and Water Production - Lucky Fox Pilot Well Program



Pilot Well and Production Operations

Following an in-depth review of the Company's site operations, TMK made several key changes during 2025 to further optimise well performance, site supervision and cost efficiency.

With numerous unplanned well workovers occurring in the first half of the year, the Company made a change to its RMP and the way it operated its production wells. The changes implemented were primarily to do with reducing the pump speeds on the wells and therefore reducing the stress on the reservoir. This has had a positive impact with lower coals fines production, resulting in no workovers since the revised RMP was implemented, therefore resulting in significant cost reductions and improved well performance.

During the year, the Company placed an additional four wells on production, being LF-04, LF-05, LF-06 and LF-07. Production increased materially following the commissioning of LF-07 in August 2025, with monthly production records achieved over the following months, culminating in a record daily rate of over 1,000 m³/day (>35,000 scfd) in February 2026. With continued gas desorption from LF-07, the Company expects the gas rates to continue to rise over the coming months.

Water production from the Pilot Well Project remains relatively stable at a combined average of approximately 500 bwpd. A successful pilot project requires the ability to produce enough water to effectively reduce the reservoir pressure. Maintaining water production at consistently high levels through the de-watering stage is of great importance and hence, ensuring the wells have high pump uptime is a key deliverable for the operations team.

Lucky Fox-01
Flaring at
Gurvantes XXXV Project



Lucky Fox-03 and
Lucky Fox-05 during
winter

Lucky Fox-7 Drilling
Activities



Drilling Activities

Following the successful drilling of an additional three pilot wells (LF-04, LF-05 and LF-06) in late 2024 and subsequent successful commissioning and gas production from those wells in early January 2025, planning and preparation commenced for at least one additional production well intended to boost production capacity at the Nariin Sukhait Pilot Well Program and contribute to the license commitments.

In July 2025, Major Drilling Group (“Major”), a leading Canadian-listed international drilling contractor that successfully drilled the six previous pilot wells, was engaged to drill and complete the LF-07 production well.

Spudded in July 2025 and completed and commissioned in August 2025, LF-07 was drilled to a total depth of ~420 metres, intersecting ~54 metres of net coal. The well was positioned up-dip from LF-05 and along strike from LF-01 and LF-02. Its location was selected to infill the pilot well pattern and optimise data gathering and gas production rates.

Within a few weeks of being placed on production, LF-07 began producing modest amounts of gas and following several months of gradual increases, the gas production rate began to rapidly increase in early 2026 and LF-07 quickly became one of the strongest performing wells in the field.

Exploration Activities

During November, the Company completed a modest 2025 exploration program which met the minimum commitment under the Production Sharing Contract. The initial two wells were drilled in the Soumber area east of the Pilot Well Project, with the first well intersecting net coal of approximately 35 metres at depths of up to 300 metres. The second well intersected approximately 11 metres of coal and ceased drilling at 249 metres after hole instability.

Both wells confirmed the extension of the coal seam play fairway to the east of Nariin Sukhait, and the lower gas content recorded from the coals is likely due to the shallowness of the coal at these locations. Detailed mapping and interpretation of the data is being undertaken to constrain drilling locations where these coals can be targeted at greater depths with future delineation drilling.

Detailed analysis of the pressure data and other production data confirmed that the LF-07 well was the first well in the field that has demonstrated it had reached critical desorption and that the gas being produced was gas that has been desorbed from the coals.

This critical inflection point is a major milestone for the Project. It demonstrates that the reservoir pressure can be successfully reduced below the critical desorption pressure using vertical drilling and that potentially commercial rates of gas can be produced from the coals. Additional production data will be required over the coming months to better understand the full commercial implications of the results being observed, but nonetheless, this new information is a highly positive outcome for the Project and its potential to become a commercially successful development.

Following the recent successful \$6 million fund raising, the Company has commenced preparations for the 2026 drilling program, which consists of up to an additional three pilot production wells at the Pilot Well Project. These wells are designed to further accelerate the dewatering process in the Pilot Well complex because more wells will reach critical desorption and replicate the rapid increase in gas rates that has been seen at LF-07.

The third well in the exploration program was drilled within the bounds of the Pilot Well Project, with the specific intention of gaining additional data on gas content at this location. As anticipated, the exploration well intersected very gassy thick coals. Core data was recovered and the coal placed in cannisters at site for initial testing of gas contents. Results from the desorption and adsorption analysis are expected to be received in the coming months.

With the recent encouraging results from the Pilot Well Project, further exploration activities are planned for 2026, targeting areas where there already exist significant booked prospective resources.

Government Relations

In April 2025, TMK hosted two site visits to the Gurvantes XXXV Coal Seam Gas Project in Mongolia's South Gobi Desert by Ministers and senior Mongolian Government officials. The delegations toured TMK's operations and nearby infrastructure, including the Shivee Khuren border crossing with China (approximately 20km south of the Pilot Well Project).

In February 2026, the Company announced that it had signed a Memorandum of Understanding (MoU) with the Ministry of Energy of Mongolia (the "Ministry") to jointly study the acceleration of domestically produced natural gas as a fuel source.

The Ministry is responsible for developing, managing, and regulating Mongolia's energy sector. Its primary responsibilities and objectives focus on ensuring Mongolia's energy system supports national development, is reliable, efficient and aligned with modern needs.

As electricity demand continues to grow, particularly during peak winter periods, the need for additional flexible and dispatchable domestic power generation has become increasingly important. The initial Baseline Study on the use of natural gas from CSG to fuel peak load power supply is the first step in assessing how Mongolia's vast domestic natural gas resources can be utilised to support reliable, on-demand power generation.

TMK representatives meeting with officials from the Ministry of Energy of Mongolia, including B.Yren-Ulzii, State Secretary, Ministry of Energy



Project Partnering Process

During the year and in anticipation of the successful demonstration of the commercial potential of the Project, the Company completed the building of a data room and information memorandum to accelerate the process of securing a future Project partner for the continued fast track development of the asset.

Given the potential scale of the Project, the Company is cognisant of the benefits of introducing a Project Partner with lower cost of capital, project management expertise or operational expertise to fast track the development of the very large resource.

With that in mind, the Company entered into a Strategic Alliance Agreement with Beijing based energy consulting firm, J-Energy, the founders of which are former executives of Shell China and who have strong relationships with potential partners. In addition, the Company is working with a number of other groups who also specialise in sourcing project partners for assets of similar size and scale.



TMK camp gers with snow covered ground during winter

Other Commercialisation Initiatives

The Company is planning several commercialisation initiatives in parallel, including a modular power generation project which is designed to use the gas we currently produce to power a gas fired turbine to produce electricity at the Pilot Well Project.

This project requires a minimum level of gas to be available on a consistent basis. With the recent increase in gas rates, the Company believes it is close to being able to make a final investment decision on the power generation project and bring it online by the end of this calendar year.

Other initiatives include undertaking studies to consider mini-LNG and/or CNG which are longer term projects and will require more substantial gas production but deliver greater returns due to the pricing differential of these products compared with electricity generation.

Corporate update

Financial Results Summary

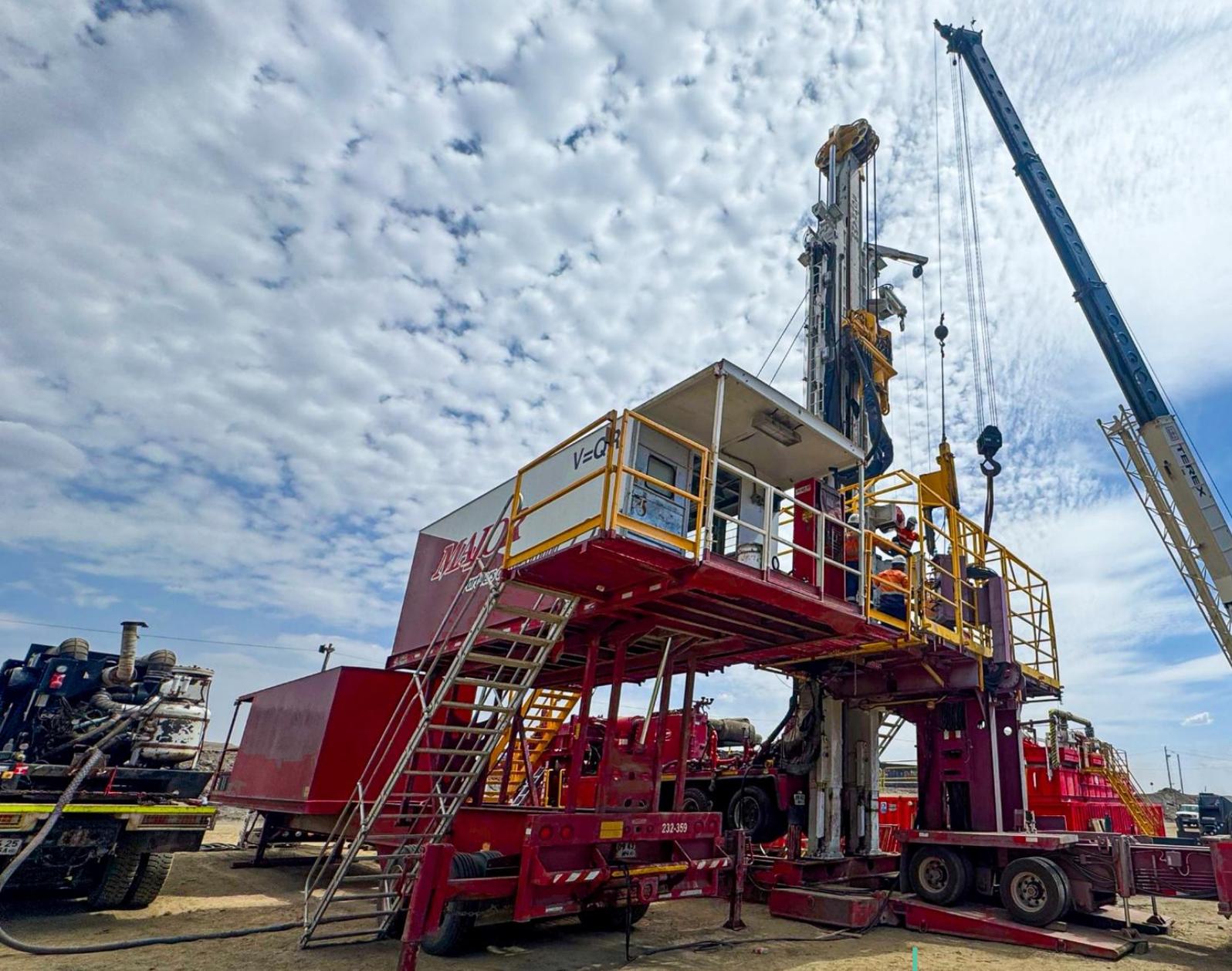
During the year ended 31 December 2025, the Group (the Company and its subsidiaries) recorded a net loss of \$1,588,484 (2024: \$1,377,132). As at 31 December 2025, the net asset position of the Group was \$26,937,014 (2024: \$23,732,526) and it had a closing cash balance of \$1,833,992 (2024: \$1,999,854).

There were significant cost rationalisation initiatives introduced in late 2024 and benefit of these cost rationalisations have flowed through into the financial results for the year ended 31 December 2025 (please refer to the Financial Statements for more details).

Board Changes

On 19 May 2025, Mr Glenn Corrie was appointed to the Board as non-executive Director. Glenn brings over 30 years of energy sector experience, including as former CEO and MD of Sino Gas & Energy, which was acquired for ~A\$530 million. He is currently CEO and Managing Director of Hazer Group (ASX:HZR). Glenn's expertise will support the Company as the Gurvantes Project moves from appraisal to development and commercialisation, including strategic partnerships and potential offtake agreements.

Following Glenn's appointment, and as part of an orderly transition, Mr. Tim Wise resigned from the Board effective 30 September 2025. Tim served on the TMK Board since 4 November 2019 and was an integral part of the transition of TMK (formerly Tamaska Oil and Gas) from a junior exploration company to a company with a significant operation in Mongolia.



Lucky Fox-7 Drilling Activities

Changes in Capital Structure

On 16 April 2025, the Company raised approximately \$2.3 million (before costs) by way of a private placement utilising the Company's placement capacity under ASX Listing Rule 7.1. The company issued 767,666,670 (pre consolidation) new fully paid ordinary shares in the capital of the Company at an issue price of \$0.003 per share, which translates to \$0.165 on a post consolidation basis. This fund raising was ratified by shareholders at the 2025 Annual General Meeting.

On 15 September 2025, the Company raised a further \$3.5 million (before costs) by way of an oversubscribed placement. Pursuant to the Placement, the Company issued 1,675,000,000 (pre consolidation) new fully paid ordinary shares in the capital of the Company. The shares were issued on 22 September 2025 pursuant to the Company's available placement capacity under ASX Listing Rules 7.1 and 7.1A and were ratified by shareholders at a general meeting held on 31 October 2025.

In addition to the shares issued under these Placements, the Company issued 91,051,291 (pre consolidation) shares to key management personnel in lieu of fees for the six months ended 31 March 2025, which reduced the cash spend for the Company during those six months by \$187,200.

On 19 March 2026, the Company announced it had received firm commitments for \$6.0 million (before costs) through the issue of 50,000,000 shares at a price of \$0.12 per share. The shares are expected to be issued on 30 March 2026 pursuant to the Company's available placement capacity under ASX Listing Rules 7.1 and 7.1A. This did not include a further \$80,000 participation from the Board, which remains subject to shareholder approval at the Company's upcoming AGM.

Sale of Unmarketable Parcels

During December 2025 the Company announced that it would undertake a sale of unmarketable parcels. At the time of that announcement the Company had approximately 4,140 shareholders of which 2,813 held less than \$500 worth of Shares in the Company.

The Unmarketable Parcel Sale was undertaken on an 'opt-out' basis in accordance with Section 3 of TMK's Constitution which is available on the Company's website.

On 19 February 2026, the Company announced it had completed the share sale facility for Unmarketable Parcels. The number of shareholders with an unmarketable parcel whose shares were sold was 2,523 with a total number of shares sold being 2,308,689 at an average sale price of \$0.0885.

Where the payment due to shareholders was less than \$5.00, TMK donated the funds to a charity, namely MongoliAid International Inc.

Consolidation

Following approval at the Company's general meeting held on 31 October 2025, the Company completed the consolidation of the issued capital of the Company at a ratio of 55:1. The post consolidation capital structure of the Company is summarised below: Security Class Fully Paid Shares (ASX:TMK) 217,681,762 Listed Options (ASX:TMKO) 37,992,492 Listed Options (ASX:TMKOB) 14,693,519 Unlisted Options 4,690,920 Performance Rights 789,091.

The capital structure as at the date of this Annual Report is as follows:

Class of Security	On Issue
Fully Paid Ordinary Shares	218,261,763
Existing Listed Options (ASX: TMKOB) exercisable at \$1.375 per share on or before 30 April 2026	14,693,519
Existing Listed Options (ASX: TMKO) exercisable at \$0.44 per share on or before 30 April 2027	37,992,492
Unlisted Options exercisable at \$1.375 per share on or before 30 April 2026	1,418,187
Unlisted Options exercisable at \$0.44 per share on or before 30 April 2027	701,201
Unlisted Options exercisable at \$0.275 per share on or before 31 January 2028	3,272,733
Employee Performance Rights	209,090

DIRECTORS' REPORT

The directors present their report, together with the financial statements, on the consolidated entity (referred to hereafter as the 'Group') consisting of TMK Energy Limited (referred to hereafter as the 'Company' or 'parent entity') and the entities it controlled at the end of, or during, the year ended 31 December 2025.

Directors

The following persons were directors of the Company during the whole of the financial year and up to the date of this report, unless otherwise stated:

- Prof. John Warburton – Non-Executive Chairman
- Brett Lawrence – Non-Executive Director (part time Executive Director from 1 July 2024 to 30 September 2025, returning to Non-Executive Director from 1 October 2025)
- Gema Gerelsaikhan – Non-Executive Director
- Glenn Corrie – Non-Executive Director (appointed 19 May 2025)
- Tim Wise – former Non-Executive Director (resigned 30 September 2025)

Principal activities

The principal activity of the Group during the financial year was the exploration and appraisal of the Gurvantes XXXV Coal Seam Gas ("CSG") Project in the South Gobi Basin of Mongolia.

Review of operations

For information on a review of the Group's operations refer to Operations Report section at page 5 of this report.

Operating Results and Financial Position

The loss for the Group after providing for income tax amounted to \$1,588,484 (31 December 2024: \$1,377,132).

The Group is in a net asset position of \$26,937,014 as at 31 December 2025 (31 December 2024: \$23,732,526) and had a closing cash balance of \$1,833,992 at 31 December 2025 (31 December 2024: \$1,999,854).

Dividends

There were no dividends paid, recommended or declared during the current or previous financial year.

Significant changes in the state of affairs

During the year, the Company completed a consolidation of its securities on a 55:1 basis following shareholder approval. The consolidation did not change the Company's total issued capital or the proportional ownership interests of shareholders, other than minor adjustments arising from fractional entitlements.

There were no other significant changes in the state of affairs of the Group during the financial year.

Matters subsequent to the end of the financial year

On 19 March 2026, the Company announced it had received binding commitments to raise \$6.0 million (before costs) through an oversubscribed placement. The Board also subscribed for an additional \$80,000, which remain subject to shareholder approval to be sought at the Company's 2026 Annual General Meeting. Proceeds from the placement will be used for additional drilling activity and to support commercialisation of the Gurvantes XXXV Coal Seam Gas Project, with completion of the placement expected on or around 30 March 2026.

No other matter or circumstance has arisen since 31 December 2025 that has significantly affected, or may significantly affect the Group's operations, the results of those operations, or the Group's state of affairs in future financial years.

Likely developments and expected results of operations

Likely developments in the operations of the Group are set out in the review of operations in this annual report. Any future prospects are dependent upon the results of future exploration and evaluation.

Corporate Governance

The Group's Corporate Governance Statement and ASX Appendix 4G are released to ASX on the same day the Annual Report is released. TMK Energy Limited's Corporate Governance Statement, and the Group's Policies, Charters and Procedures, can be all found on the Group's website at <http://tmkenergy.com.au/display/index/corporate-governance>.

National Greenhouse and Energy Reporting 2007 Act ('the NGER Act')

The directors consider the NGER Act which introduces a single national reporting framework for the reporting and dissemination of information about the greenhouse gas emissions, greenhouse gas projects, and energy use and production of corporations. At the current stage of development, the directors have determined that the NGER Act will have no effect on the Company for the current nor subsequent financial year. The directors will reassess this position as and when the need arises.

Environmental regulation

The Group's operations are subject to environmental regulations under both Mongolian and Australian Commonwealth and State legislation. The Board believes there are adequate systems in place for the management of its environmental requirements and is not aware of any breach of those environmental requirements as they apply.

Information on directors

Name:	Prof. John Warburton
Title:	Independent Non-Executive Chairman (Appointed 7 March 2023) (Length of service: 3 years)
Experience and expertise:	Dr. Warburton brings extensive ASX-listed company executive and directorship experience together with outstanding technical credentials gained through his 40+ year career with internationally recognised petroleum companies, including Super-Majors BP and Eni, in various roles and locations throughout the world.
Other current directorships:	Dr. Warburton is a Visiting Professor in the School of Earth and Environment at Leeds University in the UK. He previously served as a non-executive director of Senex Energy Limited in the six years before its takeover by POSCO/Hancock Prospecting and was also Chief of Geoscience & Exploration Excellence at Oil Search Limited from 2015 to 2018. Betaloo Energy Ltd (ASX:BTL) (formerly Empire Energy Group Limited) (appointed February 2019)
Former directorships (last 3 years):	None
Interests in shares:	1,068,966
Interests in options:	739,207
Interests in performance rights:	-

Name:	Brett Lawrence
Title:	Independent Non-Executive Director (Appointed 1 February 2015) (Length of service: 11 years 2 months) Part time Executive Director (1 July 2024 to 30 September 2025) Resumed Non-Executive Director role thereafter
Experience and expertise:	Mr Lawrence is an experienced oil and gas executive, with 20+ years in the industry including both ASX-listed and private companies, with a track record of developing new venture opportunities and growing early-stage businesses. Brett worked with Apache Energy for over 8 years performing roles in drilling engineering, reservoir engineering, project development and commercial management. He holds a Master of Petroleum Engineering, a Bachelor of Engineering (Mining) and Bachelor of Commerce (Finance) from Curtin University in Western Australia.
Other current directorships:	None
Former directorships (last 3 years):	None
Interests in shares:	1,323,693
Interests in options:	541,622
Interests in performance rights:	-

Name: **Gema Gerelsaikhan**
Title: Non-Executive Director (Appointed 15 February 2022) (Length of service: 4 years 2 months)
Experience and expertise: Ms Gerelsaikhan has more than 15+ years of experience in investment, marketing/communications and business development in mining, technology, real estate and hospitality sectors. Currently, she's Managing Partner at Exponential Zaisan Partners, a seed stage Central Asia and Mongolia focused VC fund and Founding Partner at Exponential Partners. 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.

Other current directorships: None
Former directorships (last 3 years): None
Interests in shares: 618,182
Interests in options: 454,547
Interests in performance rights: -

Name: **Glenn Corrie**
Title: Independent Non-Executive Director (Appointed 19 May 2025) (Length of service: 10 months)
Experience and expertise: Mr Corrie has over 25 years of international experience across the energy sector, private equity and investment management. He previously served as the CEO and Managing Director of ASX-listed Sino Gas & Energy, a Chinese focused coal seam and natural gas company which was acquired by a US private equity group for an enterprise value of approximately A\$500 million.

Other current directorships: Hazer Group Limited (ASX: HZR)
Former directorships (last 3 years): None
Interests in shares: 454,546
Interests in options: 363,637
Interests in performance rights: -

Information on former directors

Name: **Tim Wise**
Title: Independent Non-Executive Director (Appointed 4 November 2019, resigned 30 September 2025) (Length of service: 5 years 11 months)
Experience and expertise: Mr Wise (BSc) is a corporate executive with 26+ years' experience in the growth of early stage public and private businesses, providing strategic advice to a broad range energy and industrial related companies. Mr Wise is the founder and former CEO of The Tap Doctor, and Kalina Power (ASX:KPO).

Other current directorships: Environmental Clean Technologies Limited (ASX:ECT) (appointed September 2021)
Former directorships (last 3 years): None
Interests in shares: 559,092
Interests in options: 513,639
Interests in performance rights: -

'Other current directorships' quoted above are current directorships for listed entities only and excludes directorships of all other types of entities, unless otherwise stated.

'Former directorships (last 3 years)' quoted above are directorships held in the last 3 years for listed entities only and excludes directorships of all other types of entities, unless otherwise stated.

Company secretary

Dougal Ferguson

Company Secretary (Appointed 1 April 2022) and Chief Executive Officer (Appointed 1 July 2024)

Dougal is an experienced energy executive with significant international experience, who has initiated and executed multiple transaction over 30 years with focus on small to medium scale companies.

Former Managing Director of several ASX listed oil and gas exploration companies included XCD Energy Limited (ASX:XCD) and Elixir Energy Limited (ASX:EXR).

Dougal is a Member of the Australian Institute of Company Directors and has previously qualified as a Corporate Secretary and CPA.

Meetings of directors

The number of meetings of the Company's Board of Directors ('the Board') held during the year ended 31 December 2025, and the number of meetings attended by each director were:

	Full Board	
	Attended	Held
Prof. John Warburton	10	10
Glenn Corrie	5	5
Brett Lawrence	10	10
Gema Gerelsaikhon	10	10
Tim Wise	5	8

Held: represents the number of meetings held during the time the director held office.

Remuneration report (audited)

The remuneration report details the key management personnel remuneration arrangements for the Group, in accordance with the requirements of the Corporations Act 2001 and its Regulations.

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including all directors.

The remuneration report is set out under the following main headings:

- Principles used to determine the nature and amount of remuneration
- Details of remuneration
- Service agreements
- Share-based compensation
- Additional information
- Additional disclosures relating to key management personnel

Principles used to determine the nature and amount of remuneration

The objective of the Group's executive reward framework is to ensure reward for performance is competitive and appropriate for the results delivered. The framework aligns executive reward with the achievement of strategic objectives and the creation of value for shareholders and conforms with market best practice for delivery of reward.

The Board ensures that executive reward satisfies the following key criteria for good reward governance practices:

- competitiveness and reasonableness
- acceptability to shareholders
- performance linkage / alignment of executive compensation
- transparency
- capital management

The Board is responsible for determining and reviewing compensation arrangements for the directors and executive officers. The Board will assess the appropriateness of the nature and amount of emoluments of such officers on a periodic basis by reference to relevant employment market conditions with the overall objective of ensuring maximum stakeholder benefit from the retention of a high-quality Board and executive team.

In accordance with best practice corporate governance, the structure of non-executive director and executive director remuneration is separate.

Non-executive directors' remuneration

The Board policy is to remunerate non-executive directors at fair market rates for comparable companies for the relevant time, commitment and responsibilities. The Board determines payments to the non-executive directors and reviews their remuneration annually based on market practice, duties and accountability. A review undertaken in 2024 determined that the current director fees of \$48,000 per annum did not represent fair market rates, however, the Board did not feel it appropriate to increase the cash fees at this stage of development of the Company. In lieu of cash fees, the Board determined that the award of incentive options was a more

appropriate mechanism to improve non-executive directors' remuneration and more appropriately aligned directors' interests with shareholders. An award of incentive options was put to shareholders at a General Meeting held on 19 February 2025 and was approved by shareholders.

The maximum amount of fees that can be paid to directors is subject to approval by shareholders at the Annual General Meeting. The maximum amount approved is \$300,000. Fees for non-executive directors are not linked to the performance of the Group. However, to align director's interests with shareholder interests the directors are encouraged to hold shares in the Company and may be issued with additional incentive-based securities as deemed appropriate.

The Board believes that the remuneration policy is appropriate given the stage of development of the Company and the activities which it undertakes and is appropriate for aligning director and executive objectives with shareholder and business objectives. The Board will continually develop new practices which are appropriate to the Company's size and stage of development.

All contracts with non-executive directors have no termination date, benefits or notice period noted.

Executive remuneration

The Group aims to reward executives based on their position and responsibility, with a level and mix of remuneration which has both fixed and variable components. Executive officers are those directly accountable for the operational management and strategic direction of the Group and the consolidated entity. The Group currently has no full time executives with the roles of Chief Executive Officer, Chief Financial Officer and the Company Secretary being fulfilled under a contract role. The details of their Service Agreements are noted below.

The combination of these comprises the executive's total remuneration.

Fixed Remuneration

Fixed remuneration consists of a base remuneration package, which includes directors' fees (in the case of directors), salaries, consulting fees and employer contributions to superannuation funds.

Fixed remuneration levels for directors and executive officers are reviewed annually by the Board through a process that considers the employee's personal development, achievement of key performance objectives for the year, industry benchmarks wherever possible and CPI data.

Performance-linked Remuneration

All employees and certain contractors may receive bonuses and/or equity incentive securities based on achievement of specific goals related to performance against individual KPIs and to the performance of the Group as a whole as determined by the directors, based on a range of factors. These factors include traditional considerations such as HSES performance, operating performance and share price performance. They also include industry-specific factors relating to the advancement of the Group's key activities, both operational and commercial.

During the year ended 31 December 2025, 1,818,185 options were issued to Directors as remuneration. No other options and no performance rights have been issued to Directors, employees or contractors as remuneration.

During the year ended 31 December 2024, no performance rights or options were issued to employees or contractors as remuneration.

During the year ended 31 December 2025, 413,333 short-term incentive performance rights which had vested in 2024 were converted into shares during 2025. There were no short-term incentive performance rights outstanding at 31 December 2025. Of the 375,758 long-term incentive performance rights on issue, 166,668 vested and were converted into shares and 209,090 remained outstanding at year end.

In total 580,001 vested performance rights were converted to shares in the year ended 31 December 2025.

Use of remuneration consultants

The Group did not engage with remuneration consultants during the year or in prior years.

Voting and comments made at the Company's 2025 Annual General Meeting ('AGM')

At the 30 May 2025, AGM, 97.9% of the votes received supported the adoption of the remuneration report for the year ended 31 December 2024. The Company did not receive any specific feedback at the AGM regarding its remuneration practices.

Details of remuneration

Amounts of remuneration

The key management personnel of the Company during the year ended 31 December 2025 includes all directors and executives mentioned below. There are no other executives of the Company which are required to be disclosed.

Remuneration packages contain the following key elements:

- Primary benefits - salary/fees and bonuses
- Post-employment benefits – superannuation
- Equity - performance rights and other equity securities
- Other benefits

Nature and amount of remuneration for the year ended 31 December 2025:

2025	Short-term benefits			Post-employment benefits	Share-based	Total	Performance
	Cash salary and fees	Annual leave	Bonuses	Super-annuation	payments		related
	\$	\$	\$	\$	\$	\$	%
Non-Executive Directors:							
Prof. John Warburton	42,929	-	-	5,071	42,000	90,000	46.7%
Gema Gerelsaikhan	48,000	-	-	-	42,000	90,000	46.7%
Glenn Corrie ⁽¹⁾	26,526	-	-	3,183	34,000	63,709	53.4%
Brett Lawrence ⁽²⁾	142,200	-	-	-	42,000	184,200	22.8%
Tim Wise ⁽³⁾	36,000	-	-	-	42,000	78,000	53.8%
	<u>295,655</u>	<u>-</u>	<u>-</u>	<u>8,254</u>	<u>202,000</u>	<u>505,909</u>	
Other Key Management Personnel:							
Brendan Stats ⁽⁴⁾⁽⁵⁾	171,800	24,259	-	-	28,929	224,988	12.9%
Dougal Ferguson ⁽⁵⁾	341,200	-	-	-	30,857	372,057	8.3%
	<u>513,000</u>	<u>24,259</u>	<u>-</u>	<u>-</u>	<u>59,786</u>	<u>597,045</u>	
	<u>808,655</u>	<u>24,259</u>	<u>-</u>	<u>8,254</u>	<u>261,786</u>	<u>1,102,954</u>	

⁽¹⁾ Appointed as Non-Executive Director from 19 May 2025.

⁽²⁾ Served as Executive Director from 1 July 2024 to 30 September 2025 before resuming his role as Non-Executive Director from 1 October 2025.

⁽³⁾ Resigned on 30 September 2025.

⁽⁴⁾ Ceased as KMP from 1 October 2025.

⁽⁵⁾ During the year, Mr Ferguson received 17,327,417 shares in lieu of \$37,800 cash and Mr Stats received 11,023,874 shares in lieu of 24,000 cash.

Nature and amount of remuneration for the year ended 31 December 2024:

2024	Short-term benefits			Post-employment benefits	Share-based	Total	Performance
	Cash salary and fees	Annual leave	Bonuses ⁽³⁾	Super-annuation	payments		linked
	\$	\$	\$	\$	\$	\$	%
Non-Executive Directors:							
Prof. John Warburton ⁽¹⁾	43,146	-	-	4,854	39,247	87,247	45.0%
Tim Wise	48,000	-	-	-	19,623	67,623	29.0%
Gema Gerelsaikhan	48,000	-	-	-	19,623	67,623	29.0%
	<u>139,146</u>	<u>-</u>	<u>-</u>	<u>4,854</u>	<u>78,493</u>	<u>222,493</u>	
Executive Directors:							
Brett Lawrence ⁽¹⁾	140,800	-	30,000	-	19,623	190,423	26.1%
Other Key Management Personnel:							
Brendan Stats ⁽²⁾	296,250	(7,443)	-	13,699	244,462	546,968	44.7%
Dougal Ferguson	331,200	-	50,000	-	195,570	576,770	42.6%
	<u>907,396</u>	<u>(7,443)</u>	<u>80,000</u>	<u>18,553</u>	<u>538,148</u>	<u>1,536,654</u>	

⁽¹⁾ Appointed as Executive Director from 1 July 2024. Mr Lawrence was a Non-Executive Director until 30 June 2024.

⁽²⁾ Resigned as Chief Executive Officer on 30 June 2024, however remained as a consultant and KMP for the remainder of the year.

⁽³⁾ The bonuses were agreed to be settled in shares.

Service agreements

Remuneration and other terms of employment for key management personnel are formalised in service agreements. Details of these agreements are as follows:

Name:	Prof. John Warburton
Title:	Non-Executive Director
Agreement commenced:	7 March 2023
Details:	Directors' fees of \$48,000 per annum with no termination date, benefits or notice period noted.
Name:	Mr Gema Gerelsaikhon
Title:	Non-Executive Director
Agreement commenced:	15 February 2022
Details:	Directors' fees of \$48,000 per annum with no termination date, benefits or notice period noted.
Name:	Mr Brett Lawrence
Title:	Non-Executive Director from 1 January 2024 to 30 June 2024 and part time Executive Director from 1 July 2024 to 30 September 2025 before resuming his role as Non-Executive Director from 1 October 2025
Agreement commenced:	1 February 2015
Details:	Directors' fees of \$48,000 per annum with no termination date, benefits or notice period noted. Mr Lawrence was appointed as a part time Executive Director on 1 July 2024 to 30 September 2025, before resuming his role as Non-Executive Director. He received non-executive director fees of \$12,000, plus \$130,200 of executive director fees in the year ended 31 December 2025.
Name:	Mr Glenn Corrie
Title:	Non-Executive Director
Agreement commenced:	19 May 2025
Details:	Directors' fees of \$48,000 per annum with no termination date, benefits or notice period noted.
Name:	Mr Dougal Ferguson
Title:	Chief Executive Officer (from 1 July 2024), Chief financial Officer and Company Secretary
Agreement commenced:	15 February 2022
Details:	Mr Ferguson's contract expired on 15 February 2023 and was extended indefinitely. Mr Ferguson's contract includes a retainer of \$15,000 per month plus \$1,600 per day for any additional days worked during any one month, with no termination date, benefits or notice period noted.
Name:	Mr Tim Wise
Title:	Former Non-Executive Director
Agreement commenced:	24 November 2019 (resigned 30 September 2025)
Details:	Directors' fees of \$48,000 per annum with no termination date, benefits or notice period noted.
Name:	Mr Brendan Stats
Title:	Former Chief Executive Officer (Resigned as Chief Executive Officer 30 June 2024 and ceased as KMP on 1 October 2025)
Agreement commenced:	15 February 2022
Details:	Annual salary of \$350,000 per annum inclusive of statutory superannuation, with no termination date and a 3-month notice period. Following his resignation, Mr Stats continued to work on a contract basis with a retainer of \$16,000 per month plus a day rate of \$1,600 per day for days worked in excess of 10 days per month. Since ceasing as a KMP on 1 October 2025, Mr Stats has been retained on an advisory agreement of \$4,000 per month.

Key management personnel have no entitlement to termination payments in the event of removal for misconduct.

Share-based compensation

During the year, the Company undertook a 55-for-1 share consolidation effective 5 November 2025. The number of options and performance rights outstanding, and their exercise prices, were adjusted in accordance with the ASX Listing Rules to reflect the consolidation. Comparative disclosures have been retrospectively adjusted. The consolidation did not impact the total fair value of awards or the share-based payment expense recognised.

Issue of shares

In the comparative reporting year, the board and key management agreed to a salary sacrifice agreement by reducing the cash component of their fees by 50% for the period 1 October 2024 to 31 March 2025, including accrued bonuses from prior year.

On 7 March 2025, they were issued with 692,727 shares in lieu of cash to the value of \$76,200 which was credited against payables in the current year.

On 24 April 2025, they were issued with 1,655,478 shares in lieu of cash to the value of \$187,200, of which \$125,400 was credited against payables in the current year and \$61,800 was expensed in consulting fees as it relates to the current year. The fair value of the shares were issued at the fair value of the services rendered.

Director fees from 1 January 2025 to 31 March 2025 were subsequently agreed to be paid in cash.

Details of shares issued to directors and other key management personnel during the year ended 31 December 2025 are set out below:

Name	Date	Shares	Issue price	\$
Prof. John Warburton	7 March 2025	54,545	\$0.110	6,000
Tim Wise	7 March 2025	54,545	\$0.110	6,000
Gema Gerelsaikhhan	7 March 2025	54,545	\$0.110	6,000
Brett Lawrence	7 March 2025	529,091	\$0.110	58,200
Dougal Ferguson	24 April 2025	950,909	\$0.110	104,600
Dougal Ferguson	24 April 2025	105,441	\$0.123	13,000
Dougal Ferguson	24 April 2025	100,512	\$0.127	12,800
Brendan Stats	24 April 2025	370,909	\$0.110	40,800
Brendan Stats	24 April 2025	64,887	\$0.123	8,000
Brendan Stats	24 April 2025	62,820	\$0.127	8,000

Options

During the year ended 31 December 2025, the following options over ordinary shares were granted to or vested by directors and other key management personnel as part of compensation.

- On 19 February 2025, the Company issued 1,454,548 unlisted options to directors as performance-linked incentives, subject to continued service with the Company and no vesting conditions. The options have an exercise price of \$0.275, expire on 31 January 2028, and were valued at \$0.116 each.
- On 23 May 2025, the Company issued 363,637 unlisted options to Mr. Glenn Corrie upon his appointment as Non-Executive Director, as performance-linked incentives subject to continued service with the Company and no vesting conditions. The options have an exercise price of \$0.2750, expire on 31 January 2028, and were valued at \$0.094 each.

The terms and conditions of each grant of options on issued over ordinary shares affecting remuneration of directors and other key management personnel in this financial year or future reporting years are as follows:

Name	Number of options granted	Grant date	Vesting date	Expiry date	Exercise price	Fair value per option at grant date
Brett Lawrence	90,909	31-May-23	7-Jun-24	30-Apr-26	\$1.375	\$0.495
Gema Gerelsaikhhan	90,909	31-May-23	7-Jun-24	30-Apr-26	\$1.375	\$0.495
Prof. John Warburton	181,818	31-May-23	7-Jun-24	30-Apr-26	\$1.375	\$0.495
Tim Wise ⁽¹⁾	90,909	31-May-23	7-Jun-24	30-Apr-26	\$1.375	\$0.495
Brendan Stats	454,545	4-Aug-23	3-Aug-24	30-Apr-26	\$1.375	\$0.440
Dougal Ferguson	363,637	4-Aug-23	3-Aug-24	30-Apr-26	\$1.375	\$0.440
Brett Lawrence	363,637	19-Feb-25	19-Feb-25	31-Jan-28	\$0.275	\$0.116
Gema Gerelsaikhhan	363,637	19-Feb-25	19-Feb-25	31-Jan-28	\$0.275	\$0.116
Prof. John Warburton	363,637	19-Feb-25	19-Feb-25	31-Jan-28	\$0.275	\$0.116
Tim Wise ⁽¹⁾	363,637	19-Feb-25	19-Feb-25	31-Jan-28	\$0.275	\$0.116
Glenn Corrie	363,637	23-May-25	23-May-25	31-Jan-28	\$0.275	\$0.094

⁽¹⁾ Tim Wise resigned on 30 September 2025. As a good leaver, the Board agreed that Mr Wise's unlisted options would fully vest and would not be cancelled on his cessation of service as a non-executive director of the Company.

Options granted carry no dividend or voting rights.

Performance rights

There were no performance rights over ordinary shares granted to directors and other key management personnel as part of compensation during the year ended 31 December 2025. Certain performance rights (granted to key management personnel in the year ended 31 December 2024) which had previously vested during the year ended 31 December 2024, were converted to shares by the holders and are listed in the table below.

The terms and conditions of each grant of performance rights on issue over ordinary shares affecting remuneration of directors and other key management personnel in this financial year or future reporting years are as follows:

Name	Number of rights granted	Grant date	Vesting date and exercisable date	Expiry date	Fair value per right at grant date
Brendan Stats⁽¹⁾					
Class D (Vested in 2024) ⁽²⁾	109,091	1 Aug 2023	30 Jun 2024	30 Jun 2026	\$0.825
Class F (Vested in 2024) ⁽²⁾	40,909	1 Aug 2023	30 Jun 2024	30 Jun 2026	\$0.825
Class G (Unvested) ⁽¹⁾	68,182	1 Aug 2023	30 Jun 2026	30 Jun 2026	\$0.825
Class H (Unvested) ⁽¹⁾	68,182	1 Aug 2023	30 Jun 2026	30 Jun 2026	\$0.825
Dougal Ferguson					
Class D (Vested in 2024) ⁽²⁾	87,273	1 Aug 2023	30 Jun 2024	30 Jun 2026	\$0.825
Class F (Vested in 2024) ⁽²⁾	32,727	1 Aug 2023	30 Jun 2024	30 Jun 2026	\$0.825
Class G (Unvested)	54,545	1 Aug 2023	30 Jun 2026	30 Jun 2026	\$0.825
Class H (Unvested)	54,545	1 Aug 2023	30 Jun 2026	30 Jun 2026	\$0.825

⁽¹⁾ Brendan Stats ceased as KMP on 1 October 2025 and all unvested performance rights will expire.

⁽²⁾ Performance rights vested in 2024 but converted in the current year.

Performance rights granted carry no dividend or voting rights.

All the performance rights were issued for nil consideration key management personnel. The performance rights convert into fully ordinary shares upon meeting the following performance conditions:

Class	Performance conditions	Fair value per right
G ⁽¹⁾	Long Term Incentive (LTI) Component - 2P Reserves of not less than 100BCF (Gross) for the Project Area.	\$0.825
H ⁽¹⁾	LTI Component - Gas Sales Agreement for the sale of not less than 10TJ/Day	\$0.825

⁽¹⁾ Management has assumed likelihood of vesting of 100%, however this is under review.

Additional information

The earnings of the Group for the five years to 31 December 2025 are summarised below:

	2025	2024	2023	6 months ending 31 Dec	
	\$	\$	\$	2022	30 June 2022 ⁽¹⁾
				\$	\$
Interest and finance income	46,888	61,104	133,995	8,242	530,329
Loss after income tax	(1,588,484)	(1,377,132)	(2,592,606)	(1,801,013)	(9,949,720)

⁽¹⁾ Results based on 12 months ended 30 June 2022.

The factors that are considered to affect total shareholders return ('TSR') are summarised below:

	2025	2024	2023	2022	30 June 2022
Share price at financial year end (\$) ⁽¹⁾	0.115	0.165	0.440	0.825	0.495
Basic loss per share ⁽¹⁾	(0.837)	(1.062)	(2.860)	(2.695)	(20.900)

⁽¹⁾ During the year, the Company completed a 55-for-1 share consolidation effective 5 November 2025. Comparative share price and loss per share have been retrospectively adjusted to reflect the consolidation.

Additional disclosures relating to key management personnel

During the year, the Company completed a 55-for-1 share consolidation effective 5 November 2025. Holdings disclosed in this Remuneration Report have been retrospectively adjusted to reflect the consolidation.

Shareholding

The number of shares in the Company held during the financial year by each director and other members of key management personnel of the Group, including their personally related parties, is set out below:

	Balance at the start of the year	Received as part of remuneration ⁽¹⁾	Additions ⁽²⁾	Disposals/ other ⁽³⁾	Balance at the end of the year
<i>Ordinary shares</i>					
Prof. John Warburton	469,319	54,545	545,102	-	1,068,966
Gema Gerelsaikhon	563,637	54,545	-	-	618,182
Brett Lawrence	340,056	529,091	454,546	-	1,323,693
Glenn Corrie	-	-	454,546	-	454,546
Dougal Ferguson	4,258,909	1,156,862	1,199,091	(58,908)	6,555,954
Tim Wise ⁽⁴⁾	504,547	54,545	-	(559,092)	-
Brendan Stats ⁽⁵⁾	6,208,183	498,616	-	(6,706,799)	-
	<u>12,344,651</u>	<u>2,348,204</u>	<u>2,653,285</u>	<u>(7,324,799)</u>	<u>10,021,341</u>

⁽¹⁾ Received as part of remuneration includes shares received in lieu of cash payment.

⁽²⁾ Additions include acquisition through share placement plan and on-market shares acquisition.

⁽³⁾ Other includes shares held on day of resignation.

⁽⁴⁾ Resigned on 30 September 2025

⁽⁵⁾ Ceased as KMP from 1 October 2025

Option holding

The number of options over ordinary shares in the Company held during the financial year by each director and other members of key management personnel of the Group, including their personally related parties, is set out below:

	Balance at the start of the year	Granted	Exercised	Expired/ forfeited/ other ⁽¹⁾	Balance at the end of the year
<i>Options over ordinary shares</i>					
Prof. John Warburton	375,570	363,637	-	-	739,207
Gema Gerelsaikhon	90,910	363,637	-	-	454,547
Brett Lawrence	177,985	363,637	-	-	541,622
Glenn Corrie	-	363,637	-	-	363,637
Dougal Ferguson	1,091,152	-	-	-	1,091,152
Tim Wise ⁽²⁾	150,002	363,637	-	(513,639)	-
Brendan Stats ⁽³⁾	688,182	-	-	(688,182)	-
	<u>2,573,801</u>	<u>1,818,185</u>	<u>-</u>	<u>(1,201,821)</u>	<u>3,190,165</u>

⁽¹⁾ Other includes options held on day of resignation.

⁽²⁾ Resigned on 30 September 2025

⁽³⁾ Ceased as KMP from 1 October 2025

	Vested and exercisable	Not vested	Balance at the end of the year
<i>Options over ordinary shares</i>			
Prof. John Warburton	739,207	-	739,207
Gema Gerelsaikhon	454,547	-	454,547
Brett Lawrence	541,622	-	541,622
Glenn Corrie	363,637	-	363,637
Dougal Ferguson	<u>1,091,152</u>	<u>-</u>	<u>1,091,152</u>
	<u>3,190,165</u>	<u>-</u>	<u>3,190,165</u>

Performance rights holding

The number of performance rights over ordinary shares in the Company held during the financial year by each director and other members of key management personnel of the Group, including their personally related parties, is set out below:

	Balance at the start of the year	Granted	Exercised	Expired/ forfeited/ other	Balance at the end of the year
<i>Performance rights over ordinary shares</i>					
Brendan Stats	286,364	-	(286,364)	-	-
Dougal Ferguson	229,091	-	(120,000)	-	109,091
	515,455	-	(406,364)	-	109,091

	Vested and exercisable	Not vested	Balance at the end of the year
<i>Performance rights over ordinary shares</i>			
Dougal Ferguson	-	109,091	109,091
	-	109,091	109,091

No loans were provided to the key management personnel or to any of their associates.

There were no other transactions with key management personnel during the financial year.

This concludes the remuneration report, which has been audited.

Shares under option

Unissued ordinary shares of the Company under option at the date of this report are as follows:

Grant date	Expiry date	Listed/Unlisted	Exercise price	Number under option
03/05/2023	30/04/2026	Listed	\$1.3750	4,764,598
31/05/2023	30/04/2026	Unlisted	\$1.3750	454,546
01/08/2023	30/04/2026	Unlisted	\$1.3750	963,637
08/12/2023	30/04/2026	Listed	\$1.3750	9,927,273
22/05/2024	30/04/2027	Listed	\$0.4400	11,057,010
07/06/2024	30/04/2027	Listed	\$0.4400	3,289,040
24/07/2024	30/04/2027	Listed	\$0.4400	1,151,156
24/07/2024	30/04/2027	Unlisted	\$0.4400	95,455
14/10/2024	30/04/2027	Listed	\$0.4400	6,090,910
01/11/2024	30/04/2027	Listed	\$0.4400	7,279,944
01/11/2024	30/04/2027	Listed	\$0.4400	1,346,905
04/03/2025	30/04/2027	Unlisted	\$0.2750	1,818,191
23/05/2025	30/04/2027	Unlisted	\$0.2750	363,637
24/05/2025	30/04/2027	Unlisted	\$0.2750	363,637
24/09/2025	30/04/2027	Unlisted	\$0.2750	727,273
16/12/2025	30/04/2027	Unlisted	\$0.4400	701,201

No person entitled to exercise the options had or has any right by virtue of the option to participate in any share issue of the Company or of any other body corporate.

Shares under performance rights

Unissued ordinary shares of the Company under performance rights at the date of this report are as follows:

Class	Vested	Grant date	Expiry date	Number under performance rights
Class G	Not-vested	01/08/2023	30/06/2026	104,545
Class H	Not-vested	01/08/2023	30/06/2026	104,545

No person entitled to exercise the performance rights had or has any right by virtue of the performance right to participate in any share issue of the Company or of any other body corporate.

Shares issued on the exercise of options

There were no ordinary shares of the Company issued on the exercise of options during the year ended 31 December 2025 and up to the date of this report.

Shares issued on the exercise of performance rights

The following ordinary shares of the Company were issued during the year ended 31 December 2025 and up to the date of this report on the exercise of vested performance rights granted:

Date performance rights granted	Number of shares issued
01/08/2023	300,606
01/08/2023	112,727
	413,333

Indemnity and insurance of officers

The Company has indemnified the directors and executives of the Company for costs incurred, in their capacity as a director or executive, for which they may be held personally liable, except where there is a lack of good faith.

During the financial year, the Company paid an insurance premium to insure the directors and executives of the Company against a liability to the extent permitted by the Corporations Act 2001. The liabilities insured are legal costs that may be incurred in defending civil or criminal proceedings that may be brought against the officers in their capacity as officers of the Group, and any other payments arising from liabilities incurred by the officers in connection with such proceedings. This does not include such liabilities that arise from conduct involving a wilful breach of duty by the officers or the improper use by the officers of their position or of information to

gain advantage for themselves or someone else or to cause detriment to the Group. It is not possible to apportion the premium between amounts relating to the insurance against legal costs and those relating to other liabilities.

The Group has agreed to indemnify each of the directors and the Company Secretary of the Company and its controlled entity, against all liabilities to another person (other than the Company or a related body corporate) that may arise from their position as Directors and Company Secretary of the company and its controlled entities, except where the liability arises out of conduct involving a lack of good faith. The agreement stipulates that the Company will meet the full amount of any such liabilities, including costs and expenses. No agreements have been entered into to indemnify the Group's auditors against any claims by third parties arising from their report on the Annual Financial Statements.

Indemnity and insurance of auditor

The Company has not, during or since the end of the financial year, indemnified or agreed to indemnify the auditor of the Company or any related entity against a liability incurred by the auditor.

During the financial year, the Company has not paid a premium in respect of a contract to insure the auditor of the Company or any related entity.

Proceedings on behalf of the Company

No person has applied to the Court under section 237 of the Corporations Act 2001 for leave to bring proceedings on behalf of the Company, or to intervene in any proceedings to which the Company is a party for the purpose of taking responsibility on behalf of the Company for all or part of those proceedings.

Non-audit services

There were no non-audit services provided during the financial year by the auditor.

Auditor's independence declaration

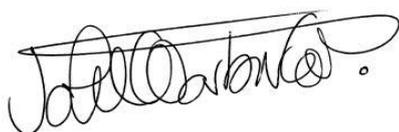
A copy of the auditor's independence declaration as required under section 307C of the Corporations Act 2001 is set out immediately after this directors' report.

Rounding of amounts

The Company is of a kind referred to in ASIC Legislative Instrument 2016/191, relating to the 'rounding off' of amounts in the directors' report. Amounts in the directors' report have been rounded off in accordance with the instrument to the nearest dollars.

This report is made in accordance with a resolution of directors, pursuant to section 298(2)(a) of the Corporations Act 2001.

On behalf of the directors



Prof. John Warburton
Independent Non-Executive Chairman
TMK Energy Limited
27 March 2026

DECLARATION OF INDEPENDENCE BY JARRAD PRUE TO THE DIRECTORS OF TMK ENERGY LIMITED

As lead auditor of TMK Energy Limited for the year ended 31 December 2025, I declare that, to the best of my knowledge and belief, there have been:

1. No contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and
2. No contraventions of any applicable code of professional conduct in relation to the audit.

This declaration is in respect of TMK Energy Limited and the entities it controlled during the period.



Jarrad Prue
Director

BDO Audit Pty Ltd
Perth
27 March 2026

Statement of profit and loss and other comprehensive income

For the year ended 31 December 2025

	Note	Consolidated	
		2025	2024
		\$	\$
Income			
Interest income		46,888	61,104
Gain on deregistration of subsidiary		-	1,265,059
Expenses			
Accounting and audit fees		(134,831)	(135,541)
Directors' fees		(173,710)	(164,000)
Professional and consultancy fees		(465,818)	(466,804)
Regulatory expenses		(169,410)	(174,428)
Share based payments expense	16	(346,000)	(643,269)
Depreciation Expense		(1,891)	(2,316)
Office and administrative expenses		(439,208)	(651,417)
Loss on disposal of financial assets		-	(10,016)
Changes in fair value of investments held at fair value in the profit or loss		-	(504,723)
Operating loss		(1,683,980)	(1,426,351)
Foreign exchange gains		95,496	49,219
Loss before income tax expense		(1,588,484)	(1,377,132)
Income tax expense	5	-	-
Loss after income tax expense for the year attributable to the owners of TMK Energy Limited		(1,588,484)	(1,377,132)
Other comprehensive income			
<i>Items that may be reclassified subsequently to profit or loss</i>			
Foreign currency translation		(1,309,162)	408,102
Exchange differences on deregistration of subsidiary		-	(1,265,059)
Other comprehensive income for the year, net of tax		(1,309,162)	(856,957)
Total comprehensive income for the year attributable to the owners of TMK Energy Limited		(2,897,646)	(2,234,089)
Loss for the year is attributable to:			
Owners of TMK Energy Limited		(1,588,484)	(1,377,132)
Total comprehensive income for the year is attributable to:			
Owners of TMK Energy Limited		(2,897,646)	(2,234,089)
		Cents	Cents
Basic loss per share	6	(0.837)	(1.062)
Diluted loss per share	6	(0.837)	(1.062)

The above statement of profit or loss and other comprehensive income should be read in conjunction with the accompanying notes

Statement of financial position

As at 31 December 2025

	Note	Consolidated	
		2025 \$	2024 \$
Assets			
Current assets			
Cash and cash equivalents	7	1,833,992	1,999,854
Trade and other receivables		72,360	106,107
Other current assets		42,459	41,785
Total current assets		1,948,811	2,147,746
Non-current assets			
Property, plant and equipment		801,522	881,691
Exploration and evaluation	9	24,494,100	21,332,448
Total non-current assets		25,295,622	22,214,139
Total assets		27,244,433	24,361,885
Liabilities			
Current liabilities			
Trade and other payables		304,102	601,048
Provisions		3,317	28,311
Total current liabilities		307,419	629,359
Total liabilities		307,419	629,359
Net assets		26,937,014	23,732,526
Equity			
Issued capital	10	40,409,974	34,802,593
Reserves	11	4,009,903	4,824,312
Accumulated losses		(17,482,863)	(15,894,379)
Total equity		26,937,014	23,732,526

The above statement of financial position should be read in conjunction with the accompanying notes

Statement of changes in equity

For the year ended 31 December 2025

	Issued capital \$	Share based payment reserve \$	Foreign currency translation reserve \$	Accumulated losses \$	Total equity \$
Consolidated					
Balance at 1 January 2024	27,349,581	5,035,186	(60,499)	(14,517,247)	17,807,021
Loss after income tax expense for the year	-	-	-	(1,377,132)	(1,377,132)
Other comprehensive income for the year, net of tax	-	-	(856,957)	-	(856,957)
Total comprehensive income for the year	-	-	(856,957)	(1,377,132)	(2,234,089)
<i>Transactions with owners in their capacity as owners:</i>					
Contributions of equity, net of transaction costs (note 10)	7,894,040	-	-	-	7,894,040
Capital raising costs	(441,028)	63,313	-	-	(377,715)
Share-based payments (note 16)	-	643,269	-	-	643,269
Balance at 31 December 2024	<u>34,802,593</u>	<u>5,741,768</u>	<u>(917,456)</u>	<u>(15,894,379)</u>	<u>23,732,526</u>

	Issued capital \$	Share based payment reserve \$	Foreign currency translation reserve \$	Accumulated losses \$	Total equity \$
Consolidated					
Balance at 1 January 2025	34,802,593	5,741,768	(917,456)	(15,894,379)	23,732,526
Loss after income tax expense for the year	-	-	-	(1,588,484)	(1,588,484)
Other comprehensive income for the year, net of tax	-	-	(1,309,162)	-	(1,309,162)
Total comprehensive income for the year	-	-	(1,309,162)	(1,588,484)	(2,897,646)
<i>Transactions with owners in their capacity as owners:</i>					
Issue of share capital (note 10)	5,803,000	-	-	-	5,803,000
Capital raising costs	(459,019)	148,753	-	-	(310,266)
Share-based payments (note 16)	263,400	346,000	-	-	609,400
Balance at 31 December 2025	<u>40,409,974</u>	<u>6,236,521</u>	<u>(2,226,618)</u>	<u>(17,482,863)</u>	<u>26,937,014</u>

The above statement of changes in equity should be read in conjunction with the accompanying notes

Statement of cash flows

For the year ended 31 December 2025

	Note	Consolidated	
		2025 \$	2024 \$
Cash flows from operating activities			
Payments to suppliers and employees (inclusive of GST)		(1,860,782)	(1,476,119)
Interest received		46,271	61,104
GST refunds		187,283	91,825
Net cash used in operating activities	8	<u>(1,627,228)</u>	<u>(1,323,190)</u>
Cash flows from investing activities			
Payments for exploration and evaluation		(4,031,368)	(7,341,654)
Proceeds from disposal of financial assets		-	485,261
Net cash used in investing activities		<u>(4,031,368)</u>	<u>(6,856,393)</u>
Cash flows from financing activities			
Proceeds from issue of shares	10	5,803,000	7,894,038
Share issue transaction costs		(310,266)	(377,714)
Net cash from financing activities		<u>5,492,734</u>	<u>7,516,324</u>
Net decrease in cash and cash equivalents		(165,862)	(663,259)
Cash and cash equivalents at the beginning of the financial year		1,999,854	2,255,012
Effects of exchange rate changes on cash and cash equivalents		-	408,101
Cash and cash equivalents at the end of the financial year	7	<u><u>1,833,992</u></u>	<u><u>1,999,854</u></u>

The above statement of cash flows should be read in conjunction with the accompanying notes

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

NOTE 1. General information

The financial statements represent TMK Energy Limited as a Group consisting of TMK Energy Limited and the entities it controlled at the end of, or during, the year. The financial statements are presented in Australian dollars, which is TMK Energy Limited's functional and presentation currency.

TMK Energy Limited is a listed public company limited by shares, incorporated and domiciled in Australia. Its registered office and principal place of business is:

3 Richardson Street, West Perth, WA 6005

A description of the nature of the Group's operations and its principal activities are included in the directors' report, which is not part of the financial statements.

The financial statements were authorised for issue, in accordance with a resolution of directors, on 27 March 2026. The directors have the power to amend and reissue the financial statements.

NOTE 2. Material accounting policy information

The accounting policies that are material to the Group are set out either in the respective notes or below. The accounting policies adopted are consistent with those of the previous financial year, unless otherwise stated.

New or amended Accounting Standards and Interpretations adopted

The Group has adopted all of the new or amended Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') that are mandatory for the current reporting period.

Any new or amended Accounting Standards or Interpretations that are not yet mandatory have not been early adopted.

New Accounting Standards and Interpretations not yet mandatory or early adopted

Australian Accounting Standards and Interpretations that have recently been issued or amended but are not yet mandatory, have not been early adopted by the Group for the annual reporting period ended 31 December 2025. The Group's assessment of the impact of these new or amended Accounting Standards and Interpretations, most relevant to the Group, are set out below.

AASB 18 Presentation and Disclosure in Financial Statements

This standard is applicable to annual reporting periods beginning on or after 1 January 2027 and early adoption is permitted. The standard replaces IAS 1 'Presentation of Financial Statements', with many of the original disclosure requirements retained and there will be no impact on the recognition and measurement of items in the financial statements. But the standard will affect presentation and disclosure in the financial statements, including introducing five categories in the statement of profit or loss and other comprehensive income: operating, investing, financing, income taxes and discontinued operations. The standard introduces two mandatory sub-totals in the statement: 'Operating profit' and 'Profit before financing and income taxes'. There are also new disclosure requirements for 'management-defined performance measures', such as earnings before interest, taxes, depreciation and amortisation ('EBITDA') or 'adjusted profit'. The standard provides enhanced guidance on grouping of information (aggregation and disaggregation), including whether to present this information in the primary financial statements or in the notes. The Group will adopt this standard from 1 July 2027 and it is expected that there will be a significant change to the layout of the statement of profit or loss and other comprehensive income.

Going concern

As an oil and gas explorer, the Company does not generate cash flows from operating activities to finance these activities. As a consequence, the ability of the Company to continue as a going concern is dependent on the success of capital fundraising or other financing opportunities. For the year ended 31 December 2025, the Group has recorded a loss of \$1,588,484 (2024: \$1,377,132) and experience net cash outflow for operating activities of \$1,627,228 (2024: \$1,323,190). At 31 December 2025, the Group had a cash of \$1,833,992 (2024: \$1,999,854) and net assets of \$26,937,014 (2024: \$23,732,526).

The Board and Management believes that there are sufficient funds available to continue to meet the Group's working capital requirements as at the date of this report. The financial statements have been prepared on a going concern basis, which contemplates the continuity of normal business activity, the realisation of assets, settlement of liabilities through the normal course of business including the presumption that sufficient funds will be available to finance the operations of the Group for the following reasons:

- the Group has the ability to issue additional equity securities under the Corporations Act 2001 to raise further working capital; and

- the Group has the ability to curtail administrative, discretionary exploration and overhead cash outflows as and when required.
- the Group has received firm commitments to raise \$6.0 million (before costs) by way of placements after the financial period.

The Directors have reviewed the business outlook and are of the opinion that the use of the going concern basis of accounting is appropriate.

Basis of preparation

These general purpose financial statements have been prepared in accordance with Australian Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') and the Corporations Act 2001, as appropriate for for-profit oriented entities. These financial statements also comply with International Financial Reporting Standards as issued by the International Accounting Standards Board ('IASB').

Historical cost convention

The financial statements have been prepared under the historical cost convention.

Critical accounting estimates

The preparation of the financial statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in note 3.

Parent entity information

In accordance with the Corporations Act 2001, these financial statements present the results of the Group only. Supplementary information about the parent entity is disclosed in note 20.

Principles of consolidation

The consolidated financial statements incorporate the assets and liabilities of all subsidiaries of TMK Energy Limited ('Company' or 'parent entity') as at 31 December 2025 and the results of all subsidiaries for the year then ended. TMK Energy Limited and its subsidiaries together are referred to in these financial statements as the 'Group'.

Subsidiaries are all those entities over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are de-consolidated from the date that control ceases.

Intercompany transactions, balances and unrealised gains on transactions between entities in the Group are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of the impairment of the asset transferred. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

The acquisition of subsidiaries is accounted for using the acquisition method of accounting. A change in ownership interest, without the loss of control, is accounted for as an equity transaction, where the difference between the consideration transferred and the book value of the share of the non-controlling interest acquired is recognised directly in equity attributable to the parent.

Where the Group loses control over a subsidiary, it derecognises the assets including goodwill, liabilities and non-controlling interest in the subsidiary together with any cumulative translation differences recognised in equity. The Group recognises the fair value of the consideration received and the fair value of any investment retained together with any gain or loss in profit or loss.

Foreign currency translation

The financial statements are presented in Australian dollars, which is TMK Energy Limited's functional and presentation currency.

Foreign currency transactions

Foreign currency transactions are translated into Australian dollars using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at financial year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss.

Foreign operations

The assets and liabilities of foreign operations are translated into Australian dollars using the exchange rates at the reporting date. The revenues and expenses of foreign operations are translated into Australian dollars using the average exchange rates, which approximate the rates at the dates of the transactions, for the period. All resulting foreign exchange differences are recognised in other comprehensive income through the foreign currency reserve in equity.

The foreign currency reserve is recognised in profit or loss when the foreign operation or net investment is disposed of.

Leases

The Group applies AASB 16 Leases. At inception of a contract, the Group assesses whether the contract is, or contains, a lease by determining whether it conveys the right to control the use of an identified asset for a period of time in exchange for consideration. The Group recognises a right-of-use asset and a corresponding lease liability at the commencement date of the lease. Lease liabilities are measured at the present value of lease payments, and right-of-use assets are measured at cost and depreciated over the lease term.

For short-term leases (being leases with a term of 12 months or less and no purchase option), the Group has elected to apply the recognition exemption and recognises lease payments as an expense on a straight-line basis over the lease term.

NOTE 3. Material accounting judgements, estimates and assumptions

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts in the financial statements. Management continually evaluates its judgements and estimates in relation to assets, liabilities, contingent liabilities, revenue and expenses. Management bases its judgements, estimates and assumptions on historical experience and on other various factors, including expectations of future events, management believes to be reasonable under the circumstances. The resulting accounting judgements and estimates will seldom equal the related actual results. The judgements, estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities (refer to the respective notes) within the next financial year are discussed below.

Share-based payment transactions

The Group measures the cost of equity-settled transactions with employees by reference to the fair value of the equity instruments at the date at which they are granted. The fair value is determined by using either the Binomial or Black-Scholes model taking into account the terms and conditions upon which the instruments were granted. The accounting estimates and assumptions relating to equity-settled share-based payments would have no impact on the carrying amounts of assets and liabilities within the next annual reporting period but may impact profit or loss and equity.

Impairment of non-financial assets other than goodwill and other indefinite life intangible assets

The Group assesses impairment of non-financial assets other than goodwill and other indefinite life intangible assets at each reporting date by evaluating conditions specific to the Group and to the particular asset that may lead to impairment. If an impairment trigger exists, the recoverable amount of the asset is determined. This involves fair value less costs of disposal or value-in-use calculations, which incorporate a number of key estimates and assumptions.

Exploration and evaluation costs

Exploration and evaluation costs have been capitalised on the basis that either exploration and evaluation activities in the area of interest have not yet reached a stage which permits a reasonable assessment of the existence or otherwise of economically recoverable reserves or alternatively the Group has assessed that it will be able to commence commercial production in the future, from which it will be able to recoup those costs. Key judgements are applied in considering costs to be capitalised which includes determining expenditures directly related to these activities and allocating overheads between those that are expensed and capitalised. Factors that could impact the future commercial production at the mine include the level of reserves and resources, future technology changes, which could impact the cost of mining, future legal changes and changes in commodity prices. To the extent that capitalised costs are determined not to be recoverable in the future, they will be written off in the period in which this determination is made. Further details of capitalised exploration and evaluation costs are set out in note 9.

NOTE 4. Operating segments

Identification of reportable operating segments

The Group is organised into one operating segments being oil and gas exploration. These operating segments are based on the internal reports that are reviewed and used by the Board of Directors (who are identified as the Chief Operating Decision Makers ('CODM')) in assessing performance and in determining the allocation of resources.

The CODM reviews EBITDA (earnings before interest, tax, depreciation and amortisation). The accounting policies adopted for internal reporting to the CODM are consistent with those adopted in the financial statements.

Accounting policy for operating segments

Operating segments are presented using the 'management approach', where the information presented is on the same basis as the internal reports provided to the Chief Operating Decision Makers ('CODM'). The CODM is responsible for the allocation of resources to operating segments and assessing their performance.

NOTE 5. Income tax

	Consolidated	
	2025	2024
	\$	\$
<i>Income tax expense</i>		
Current tax	-	-
Deferred tax	-	-
Aggregate income tax expense	-	-
<i>Numerical reconciliation of income tax expense and tax at the statutory rate</i>		
Loss before income tax expense	(1,588,484)	(1,377,132)
Tax at the statutory tax rate of 30%	(476,545)	(413,140)
Effect of income or expenses that are not (taxable)/deductible in determining taxable profit	75,033	(58,673)
Effect of unused tax losses and tax offsets not recognised as deferred tax assets	401,512	471,813
Income tax expense	-	-

	Consolidated	
	2025	2024
	\$	\$
<i>Deferred tax assets not recognised</i>		
Deferred tax assets not recognised comprises temporary differences attributable to:		
Tax losses	4,119,668	3,743,419
Provisions	995	8,493
Capital raising costs	7,013	7,013
Total deferred tax assets not recognised	4,127,676	3,758,925

The above potential tax benefit for tax losses has not been recognised in the statement of financial position. These tax losses can only be utilised in the future if the continuity of ownership test is passed, or failing that, the same business test is passed.

The above potential tax benefit, which excludes tax losses, for deductible temporary differences has not been recognised in the statement of financial position as the recovery of this benefit is uncertain.

Accounting policy for income tax

The income tax expense or benefit for the period is the tax payable on that period's taxable income based on the applicable income tax rate for each jurisdiction, adjusted by the changes in deferred tax assets and liabilities attributable to temporary differences, unused tax losses and the adjustment recognised for prior periods, where applicable.

Deferred tax assets and liabilities are recognised for temporary differences at the tax rates expected to be applied when the assets are recovered or liabilities are settled, based on those tax rates that are enacted or substantively enacted, except for:

- When the deferred income tax asset or liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and that, at the time of the transaction, affects neither the accounting nor taxable profits; or
- When the taxable temporary difference is associated with interests in subsidiaries, associates or joint ventures, and the timing of the reversal can be controlled and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred tax assets are recognised for deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

The carrying amount of recognised and unrecognised deferred tax assets are reviewed at each reporting date. Deferred tax assets recognised are reduced to the extent that it is no longer probable that future taxable profits will be available for the carrying amount to be recovered. Previously unrecognised deferred tax assets are recognised to the extent that it is probable that there are future taxable profits available to recover the asset.

Deferred tax assets and liabilities are offset only where there is a legally enforceable right to offset current tax assets against current tax liabilities and deferred tax assets against deferred tax liabilities; and they relate to the same taxable authority on either the same taxable entity or different taxable entities which intend to settle simultaneously.

NOTE 6. Earnings per share

	Consolidated	
	2025	2024
	\$	\$
Loss after income tax attributable to the owners of TMK Energy Limited	(1,588,484)	(1,377,132)

During the year, the Group undertook a share consolidation on a 55-for-1 basis effective 5 November 2025. Accordingly, the weighted average number of ordinary shares and earnings per share for the comparative period have been retrospectively adjusted as if the consolidation had occurred at the beginning of the earliest period presented.

	Number	Number
Weighted average number of ordinary shares used in calculating diluted earnings per share	189,802,400	129,662,342

	Cents	Cents
Basic loss per share	(0.837)	(1.062)
Diluted loss per share	(0.837)	(1.062)

Accounting policy for earnings per share

Basic earnings per share

Basic earnings per share is calculated by dividing the profit attributable to the owners of TMK Energy Limited, excluding any costs of servicing equity other than ordinary shares, by the weighted average number of ordinary shares outstanding during the financial year, adjusted for bonus elements in ordinary shares issued during the financial year.

Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and other financing costs associated with dilutive potential ordinary shares and the weighted average number of shares assumed to have been issued for no consideration in relation to dilutive potential ordinary shares.

Potential ordinary shares of the Company consist of 52,686,011 options and 209,090 performance rights which were considered as being potentially dilutive at balance date. In accordance with AASB 133 'Earnings per Share' these options have been excluded from the calculation of diluted loss per share due to their antidilutive effect and as such, diluted loss per share is equal to basic loss per share.

NOTE 7. Cash and cash equivalents

	Consolidated	
	2025	2024
	\$	\$
<i>Current assets</i>		
Cash at bank	1,833,992	1,999,854

Accounting policy for cash and cash equivalents

Cash and cash equivalents include cash on hand, deposits held at call with financial institutions and short-term deposits.

NOTE 8. Cash flow information

Reconciliation of loss after income tax to net cash used in operating activities

	Consolidated	
	2025	2024
	\$	\$
Loss after income tax expense for the year	(1,588,484)	(1,377,132)
Adjustments for:		
Depreciation	1,891	2,316
Impairment of financial assets	-	504,723
Share-based payments	346,000	643,269
Foreign exchange differences	(95,496)	(49,219)
Gain on disposal of subsidiary	-	(1,265,059)
Loss on disposal of financial asset	-	10,016
Change in operating assets and liabilities:		
Decrease in trade and other receivables	33,747	52,146
Increase/(decrease) in trade and other payables	(299,892)	166,205
Decrease in other provisions	(24,994)	(10,455)
Net cash used in operating activities	<u>(1,627,228)</u>	<u>(1,323,190)</u>

Non-cash investing and financing activities

	Consolidated	
	2025	2024
	\$	\$
Options issued in relation to capital raising costs	<u>148,753</u>	<u>63,314</u>

NOTE 9. Exploration and evaluation

	Consolidated	
	2025	2024
	\$	\$
<i>Non-current assets</i>		
Exploration and evaluation assets	<u>24,494,100</u>	<u>21,332,448</u>

Reconciliations

Reconciliations of the written down values at the beginning and end of the current and previous financial year are set out below:

Consolidated	Exploration and evaluation
	\$
Balance at 1 January 2024	14,207,077
Additions	6,363,478
Exchange differences	<u>761,893</u>
Balance at 31 December 2024	21,332,448
Additions	4,380,294
Exchange differences	<u>(1,218,642)</u>
Balance at 31 December 2025	<u>24,494,100</u>

Accounting policy for exploration and evaluation assets

Expenditure on exploration and evaluation is accounted for in accordance with the area of interest method, in which rights of tenure are current is carried forward as an asset in the consolidated statement of financial position where it is expected that the expenditure will be recovered through the successful development and exploitation of an area of interest, or by its sale; or exploration activities are continuing in an area and activities have not reached a stage which permits a reasonable estimate of the existence or otherwise of economically recoverable reserves.

This approach is strongly linked to the Group's oil and gas reserves determination and reporting process and is considered to most fairly reflect the results of the Group's exploration and evaluation activity because only assets with demonstrable value are carried on the statement of financial position.

Once a well commences producing commercial quantities of oil and gas, capitalised exploration and evaluation costs are transferred to Oil and Gas Properties – Producing Projects and amortisation commences.

Restoration, rehabilitation and environmental costs necessitated by exploration and evaluation activities are treated as exploration and evaluation expenditure.

Impairment of Exploration and Evaluation Assets

The ultimate recoupment of the value of exploration and evaluation assets, the Company's investment in subsidiaries, and loans to subsidiaries is dependent on the successful development and commercial exploitation, or alternatively, sale of the exploration and evaluation assets.

Impairment tests are carried out on a regular basis to identify whether the assets carrying values exceed their recoverable amounts. There is significant estimation and judgement in determining the inputs and assumptions used in determining the recoverable amounts. The key areas of judgement and estimation include:

- Recent exploration and evaluation results and resource estimates;
- Environmental issues that may impact on the underlying tenements; and
- Fundamental economic factors that have an impact on the operations and carrying values of assets and liabilities.

NOTE 10. Issued capital

During the year, the Group completed a 55-for-1 consolidation of its ordinary shares effective 5 November 2025. The consolidation resulted in a proportional adjustment to the number of ordinary shares on issue and to the number and exercise prices of options and performance rights outstanding. Comparative information has been retrospectively adjusted as if the consolidation had occurred at the beginning of the earliest comparative period presented.

(a) Ordinary shares

	Consolidated			
	2025 Shares	2024 Shares	2025 \$	2024 \$
Issued share capital	218,261,763	169,555,729	40,409,974	34,802,593

Movements in ordinary share capital

Details	Date	Shares	\$
Balance	1 January 2024	111,319,624	27,349,581
Capital raise at \$0.220 per share ⁽¹⁾		14,346,049	3,156,132
Capital raise at \$0.110 per share ⁽²⁾		43,071,874	4,737,908
Conversion of performance rights		818,182	-
Capital raising costs		-	(441,028)
Balance	31 December 2024	169,555,729	34,802,593
Capital raise at \$0.165 per share		13,957,576	2,303,000
Share based payment ⁽³⁾		2,348,205	263,400
Capital raise at \$0.110 per share		31,818,182	3,500,000
Consolidation of shares adjustment (55:1) ⁽⁴⁾		2,070	-
Conversion of performance rights		580,001	-
Capital raising costs		-	(459,019)
Balance	31 December 2025	218,261,763	40,409,974

⁽¹⁾ Share issued at \$0.22 per share with one free attaching option at an exercise price of \$0.44 expiring 30 April 2027.

⁽²⁾ Share issued at \$0.11 per share with free attaching option on a 1 for 2 basis at an exercise price of \$0.44 expiring 30 April 2027.

⁽³⁾ Shares were issued in lieu of cash. Refer to note 16 for further details.

⁽⁴⁾ This adjustment relates to the share consolidation completed on 5 November 2025, to reflect the post-consolidation issued share capital of 217,681,762 shares.

Ordinary shares

Ordinary shares entitle the holder to participate in dividends and the proceeds on the winding up of the Company in proportion to the number of and amounts paid on the shares held. The fully paid ordinary shares have no par value and the Company does not have a limited amount of authorised capital.

On a show of hands every member present at a meeting in person or by proxy shall have one vote and upon a poll each share shall have one vote.

(b) Options

	Consolidated	
	2025	2024
Movements in options on issue:	Number	Number
Outstanding at the beginning of the year	47,784,104	17,619,143
Options issued for share placement ⁽¹⁾	6,818,182	29,063,805
Options issued as share based payments for marketing services ⁽²⁾	-	95,455
Options issued to advisors ⁽²⁾	1,954,545	-
Options issued to Directors ⁽²⁾	2,181,818	-
Options lapsed	(1,363,636)	(145,454)
Consolidation adjustment (55:1) ⁽³⁾	1,918	-
Options issued to broker or lead manager ⁽²⁾	701,201	1,151,155
Outstanding at the end of the year	58,078,132	47,784,104
Listed options	5,392,121	44,906,831
Unlisted options	52,686,011	2,877,273
	58,078,132	47,784,104
Vested and exercisable	58,078,132	47,784,104

⁽¹⁾ Listed options issued are the free attaching option for the share placement held. Refer to (note 10(a)) for further details. As part of the share placement, options were issued to brokers as capital raising costs.

⁽²⁾ Refer to note 16 for further details.

⁽³⁾ This adjustment relates to the share consolidation completed on 5 November 2025, to reflect the post-consolidation issued options of 57,376,931 options.

(c) Performance Rights

	Consolidated	
	2025	2024
Movement in performance rights on issue	Number	Number
Outstanding at the beginning of the year	789,091	2,218,182
Exercised	(580,001)	(818,182)
Lapsed	-	(610,909)
Outstanding at the end of the year	209,090	789,091
Performance rights outstanding at the end of the year		
Class D Performance Rights	-	300,606
Class F Performance Rights	-	112,727
Class G Performance Rights	104,545	187,879
Class H Performance Rights	104,545	187,879
	209,090	789,091
Vested and exercisable	209,090	413,333
Not vested	-	375,758
	209,090	789,091

Refer to note 16 for details on performance rights.

Capital risk management

The Group's objectives when managing capital is to safeguard its ability to continue as a going concern, so that it can provide returns for shareholders and benefits for other stakeholders and to maintain an optimum capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Consistently with others in the industry, the Group manages its capital by assessing the Group's financial risk and adjusts its capital structure in response to changes in these risks and in the market. These responses include the management of debt levels, distributions to shareholders and share issues.

The Group is not subject to any externally imposed capital requirements.

The capital risk management policy remains unchanged from the 31 December 2024 Annual Report.

Accounting policy for issued capital

Ordinary shares are classified as equity.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

NOTE 11. Reserves

	Consolidated	
	2025	2024
	\$	\$
Foreign currency translation reserve	(2,226,618)	(917,456)
Share based payment reserve	6,236,521	5,741,768
	<u>4,009,903</u>	<u>4,824,312</u>

Foreign currency reserve

The reserve is used to recognise exchange differences arising from the translation of the financial statements of foreign operations to Australian dollars. It is also used to recognise gains and losses on hedges of the net investments in foreign operations.

Share-based payments reserve

The reserve is used to recognise the value of equity benefits provided to employees and directors as part of their remuneration, and other parties as part of their compensation for services.

NOTE 12. Dividends

There were no dividends paid, recommended or declared during the current or previous financial year.

NOTE 13. Financial risk management

Financial risk management objectives

The Group's activities expose it to a variety of financial risks: market risk (including foreign currency risk, price risk and interest rate risk), credit risk and liquidity risk. The Group's overall risk management program focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the Group. The Group monitors this risk and implements measures to minimise the impact of this risk. The Group uses different methods to measure different types of risk to which it is exposed, including sensitivity analysis in the case of interest rate, foreign exchange and other price risks, and ageing analysis for credit risk.

Risk management is carried out by the Board.

Market risk

Foreign currency risk

The Group undertakes certain transactions denominated in foreign currency and is exposed to foreign currency risk through foreign exchange rate fluctuations. operates internationally through foreign subsidiaries and is exposed to foreign exchange risk arising from currency exposures, primarily with respect to the US dollar, Mongolian Tugrik and Singapore dollar.

Foreign exchange risk arises from future commercial transactions and recognised financial assets and financial liabilities denominated in a currency that is not the entity's functional currency or from net investments in foreign operations. The risk is monitored using cash flow forecasting and regular management reporting.

Price risk

Due to the nature of the Group's principal operation being oil & gas exploration and production the Group is exposed to the fluctuations in the price of oil & gas. Although the Group is economically exposed to commodity price risk of the above mentioned inputs, this is not a recognised market risk under the accounting standard as the risk is embedded within normal purchase and sales and are therefore not financial instruments.

Interest rate risk

At reporting date, the Group has no long term borrowings and its exposure to interest rate risk is assessed as minimal.

The Group's exposure to interest rate risk which is the risk that a financial instrument's value will fluctuate as a result of changes in market interest rates and the effective weighted average interest rates on classes of financial assets of the group are summarised in the following table:

Consolidated	2025		2024	
	Weighted average interest rate %	Balance \$	Weighted average interest rate %	Balance \$
Cash and cash equivalents	2.38%	1,833,992	1.50%	1,999,854
Net exposure to cash flow interest rate risk		<u>1,833,992</u>		<u>1,999,854</u>

The Group has minimal exposure to interest rate risk other than reduction/increases in interest earned should the rates decrease/increase respectively. As an indication of possible sensitivity to changes in interest rates a 50 basis points movement in interest rate, would increase/decrease the annual amount of interest received by \$9,167 (2024: \$10,000)

Credit risk

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Group is not significantly exposed to credit risk from its operating activities, however the Board constantly monitors customer receivables. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial asset. The Group does not hold collateral as security. No material exposure is considered to exist by virtue of the possible non-performance of the counterparties to financial instruments and cash deposits. The Group ensure the use of leading investment institutions in terms of managing cash. The cash is only held in institutions with at a minimum AA- credit rating.

The maximum exposure to credit risk are the financial assets as follow:

	Consolidated	
	2025 \$	2024 \$
Trade receivables	72,360	106,107
Other current assets	42,459	41,785
	<u>114,819</u>	<u>147,892</u>

Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities, the availability of funding through an adequate amount of committed credit facilities and the ability to close out market positions should they arise. Due to the dynamic nature of the underlying businesses, the Group aims at maintaining flexibility in funding by keeping committed credit lines available with a variety of counterparties. No unused lines of credit currently exist

The Group manages liquidity risk by maintaining adequate cash reserves and available borrowing facilities by continuously monitoring actual and forecast cash flows and matching the maturity profiles of financial assets and liabilities.

Remaining contractual maturities

The following tables detail the Group's remaining contractual maturity for its financial instrument liabilities. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the financial liabilities are required to be paid. The tables include both interest and principal cash flows disclosed as remaining contractual maturities and therefore these totals may differ from their carrying amount in the statement of financial position.

Consolidated - 2025	Weighted average interest rate %	1 year or less \$	Between 1 and 2 years \$	Between 2 and 5 years \$	Over 5 years \$	Remaining contractual maturities \$
	Non-derivatives					
<i>Non-interest bearing</i>						
Trade payables	-	304,102	-	-	-	304,102
Total non-derivatives		<u>304,102</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>304,102</u>

Consolidated - 2024	Weighted average interest rate %	1 year or less \$	Between 1 and 2 years \$	Between 2 and 5 years \$	Over 5 years \$	Remaining contractual maturities \$
Non-derivatives						
<i>Non-interest bearing</i>						
Trade payables	-	601,048	-	-	-	601,048
Total non-derivatives		601,048	-	-	-	601,048

The cash flows in the maturity analysis above are not expected to occur significantly earlier than contractually disclosed above.

Fair value of financial instruments

Unless otherwise stated, the carrying amounts of financial instruments reflect their fair value.

NOTE 14. Fair value measurement

Fair value hierarchy

The Group's assets and liabilities are measured or disclosed at fair value, using a three level hierarchy, based on the lowest level of input that is significant to the entire fair value measurement, being:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date

Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly

Level 3: Unobservable inputs for the asset or liability

Cash assets, borrowings and other remaining financial assets are carried at amounts approximating fair value because of their short term nature to maturity.

The carrying amounts of trade and other receivables and trade and other payables are assumed to approximate their fair values due to their short-term nature.

Accounting policy for fair value measurement

Assets and liabilities measured at fair value are classified into three levels, using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. Classifications are reviewed at each reporting date and transfers between levels are determined based on a reassessment of the lowest level of input that is significant to the fair value measurement.

For recurring and non-recurring fair value measurements, external valuers may be used when internal expertise is either not available or when the valuation is deemed to be significant. External valuers are selected based on market knowledge and reputation. Where there is a significant change in fair value of an asset or liability from one period to another, an analysis is undertaken, which includes a verification of the major inputs applied in the latest valuation and a comparison, where applicable, with external sources of data.

NOTE 15. Disposal of Skye Napoleon Pty Ltd

The Company held a 20% interest in the Talisman Deeps Project through Skye Napoleon Pty Ltd, which owns the petroleum rights below 2,700m in offshore petroleum production licence WA-8-L. On 16 May 2025, the Company disposed of this shareholding. As the investment had previously been written down to nil, no gain or loss was recognised. Under the terms of the transaction, the Company is entitled to deferred contingent consideration of A\$1.0 million, payable within 90 days after commencement of commercial production; however, this has not been recognised as an asset as receipt is contingent and not considered probable at reporting date.

NOTE 16. Share-based payments

	Consolidated	
	2025 \$	2024 \$
<i>Recognised in the statement of profit and loss</i>		
Share based payment expense	346,000	643,269
<i>Recognised in the statement of financial position</i>		
Issued capital (capital raising costs)	148,753	-
	494,753	643,269

During the year, the Group undertook a 55-for-1 share consolidation effective 5 November 2025. The number of options and performance rights outstanding, and their exercise prices, were adjusted in accordance with the plan rules to reflect the consolidation. Comparative disclosures have been retrospectively adjusted. The consolidation did not impact the total fair value of awards or the share-based payment expense recognised.

Shares

During the year, the following shares were issued as share based payments:

- In the comparative reporting year, the Board agreed to a salary sacrifice agreement by reducing the cash component of their fees by 50% for the period 1 October 2024 to 31 March 2025, including accrued bonuses from prior year. On 7 March 2025, they were issued with 692,727 shares in lieu of cash to the value of \$76,200 which was credited against payables in the current year. The fair value of the shares were issued at the fair value of the services rendered. Fees from 1 January 2025 to 31 March 2025 were subsequently agreed to be paid in cash.
- In the comparative reporting year, key management personnel agreed to a salary sacrifice agreement by reducing the cash component of their fees by 50% for the period 1 October 2024 to 31 March 2025, including accrued bonuses from prior year. On 24 April 2025, they were issued with 1,655,478 shares in lieu of cash to the value of \$187,200, of which \$125,400 was credited against payables in the current year and \$61,800 was expensed in consulting fees as it relates to the current year. The fair value of the shares were issued at the fair value of the services rendered.

Options

During the year, the following options (post-consolidation basis) were issued as share based payment:

- On 19 February 2025, the Company issued 1,454,548 unlisted options to directors and 363,637 unlisted options to Mr. Tsetsen Zantav, Chairman of the Telmen Resource Board, as performance-linked incentives subject to continued service with the Company and no vesting conditions. The options have an exercise price of \$0.275, expire on 31 January 2028, and were valued at \$0.1155 each, resulting in \$210,000 recognised as a share-based payment expense.
- On 4 March 2025, the Company issued 363,637 listed options to advisors for services provided in relation to the share placement. The options have an exercise price of \$0.2750, expire on 30 April 2027, vested immediately and were traded at \$0.055 on the date of issue, resulting in \$47,500 recognised as capital raising costs in equity.
- On 24 March 2025, the Company issued 363,637 unlisted options to advisors for services provided in relation to the share placement. The options have an exercise price of \$0.2750, expire on 30 April 2027, vested immediately and were valued at \$0.077 each, resulting in \$28,000 recognised as capital raising costs in equity.
- On 23 May 2025, the Company issued 363,637 unlisted options to Mr. Glenn Corrie upon his appointment as Non-Executive Director, as performance-linked incentives subject to continued service with the Company and no vesting conditions. The options have an exercise price of \$0.2750, expire on 31 January 2028, and were valued at \$0.0935 each, with \$34,000 recognised as a share-based payment expense.
- On 24 March 2025, the Company issued 727,273 unlisted options to the lead managers for services provided in relation to the share placement. The options have an exercise price of \$0.275, expire on 31 January 2028, vested immediately and were valued at \$0.0825 each, resulting in \$60,000 recognised as capital raising costs in equity.
- On 16 December 2025, the Company issued 701,201 unlisted options to brokers for services provided in relation to the share placement. The options have an exercise price of \$0.440, expire on 30 April 2027, vested immediately and were valued at \$0.0189 each, resulting in \$13,253 recognised as capital raising costs in equity.

Reconciliation of options issued as share based payments:

2025							
Grant date	Expiry date	Exercise price	Balance at the start of the year	Granted	Exercised	Expired/ forfeited/ other	Balance at the end of the year
14/02/2022	14/02/2025	\$0.440	1,363,636	-	-	(1,363,636)	-
23/02/2023	30/04/2026	\$1.375	1,191,149	-	-	-	1,191,149
31/05/2023	30/04/2026	\$1.375	963,636	-	-	-	963,636
01/08/2023	30/04/2026	\$1.375	454,545	-	-	-	454,545
08/12/2023	30/04/2026	\$1.375	9,927,273	-	-	-	9,927,273
24/07/2024	30/04/2027	\$0.440	1,151,155	-	-	-	1,151,155
24/07/2024	30/04/2027	\$0.440	95,455	-	-	-	95,455
19/02/2025	31/01/2028	\$0.275	-	1,818,182	-	-	1,818,182
04/03/2025	30/04/2027	\$0.440	-	863,636	-	-	863,636
24/03/2025	31/01/2028	\$0.275	-	363,636	-	-	363,636
16/05/2025	30/04/2027	\$0.275	-	363,636	-	-	363,636
24/09/2025	31/01/2028	\$0.275	-	727,273	-	-	727,273
16/12/2025	30/04/2027	\$0.440	-	701,201	-	-	701,201
			15,146,849	4,837,564	-	(1,363,636)	18,620,777

2024							
Grant date	Expiry date	Exercise price	Balance at the start of the year	Granted	Exercised	Expired/ forfeited/ other	Balance at the end of the year
14/02/2022	14/02/2025	\$0.008	1,363,636	-	-	-	1,363,636
23/02/2023	30/04/2026	\$0.025	1,191,149	-	-	-	1,191,149
01/08/2023	30/04/2026	\$0.025	1,109,091	-	-	(145,455)	963,636
31/05/2023	30/04/2026	\$0.025	454,545	-	-	-	454,545
08/12/2023	30/04/2026	\$0.025	9,927,273	-	-	-	9,927,273
24/07/2024	30/04/2027	\$0.008	-	1,151,155	-	-	1,151,155
24/07/2024	30/04/2027	\$0.008	-	95,455	-	-	95,455
			14,045,694	1,246,610	-	(145,455)	15,146,849

The weighted average remaining contractual life of options outstanding at the end of the financial year was 1.09 years (2024: 1.94 years)

For the unlisted options granted during the current financial year, the valuation model inputs used to determine the fair value at the grant date, are as follows:

Grant date	Expiry date	Share price at grant date	Exercise price	Expected volatility	Dividend yield	Risk-free interest rate	Fair value per option
19/02/2025	31/01/2028	\$0.192	\$0.275	110.00%	-	3.93%	\$0.116
24/03/2025	31/01/2028	\$0.165	\$0.275	110.00%	-	3.40%	\$0.077
23/05/2025	30/04/2027	\$0.165	\$0.275	110.00%	-	3.45%	\$0.094
15/09/2025	31/01/2028	\$0.165	\$0.275	110.00%	-	3.40%	\$0.083
16/12/2025	30/04/2027	\$0.110	\$0.440	110.00%	-	4.02%	\$0.019

Performance rights

Set out below are summaries of performance rights granted:

2025	Grant date	Vesting date	Balance at the start of the year	Granted	Converted	Lapsed/ expired/ other	Balance at the end of the year
Class D ⁽¹⁾	01/08/2023	30/06/2024	300,606	-	(300,606)	-	-
Class F ⁽¹⁾	01/08/2023	30/06/2024	112,727	-	(112,727)	-	-
Class G	01/08/2023	30/06/2026	187,878	-	(83,333)	-	104,545
Class H	01/08/2023	30/06/2026	187,878	-	(83,333)	-	104,545
			789,089	-	(579,999)	-	209,090

⁽¹⁾ Performance rights vested in prior year but converted in current year.

2024	Grant date	Vesting date	Balance at the start of the year	Granted	Converted	Lapsed/expired/other	Balance at the end of the year
Class A	11/02/2022	14/02/2025	306,818	-	(306,818)	-	-
Class B	11/02/2022	14/02/2025	306,818	-	(306,818)	-	-
Class C	11/02/2022	14/02/2025	204,545	-	(204,545)	-	-
Class D	01/08/2023	30/06/2024	373,333	-	-	(72,727)	300,606
Class E	01/08/2023	30/06/2024	326,667	-	-	(326,667)	-
Class F	01/08/2023	30/06/2024	233,333	-	-	(120,606)	112,727
Class G	01/08/2023	30/06/2026	233,334	-	-	(45,455)	187,879
Class H	01/08/2023	30/06/2026	233,334	-	-	(45,455)	187,879
			2,218,182	-	(818,181)	(610,910)	789,091

All the performance rights were issued for nil consideration to employees and management. The performance rights convert into fully ordinary shares upon meeting the following performance conditions:

Class	Performance conditions	Fair value per right	Likelihood of vesting
D	Short Term Incentive ('STI') Component - HSES Management Plan and Implementation thereof.	\$0.825 ⁽¹⁾	Vested
F	STI Component - Sourcing of funding for 2024 appraisal and development budget as part of the 3 year corporate plan	\$0.825 ⁽¹⁾	Vested
G	Long Term Incentive (LTI) Component - 2P Reserves of not less than 100BCF (Gross) for the Project Area.	\$0.825 ⁽¹⁾	Unvested
H	LTI Component - Gas Sales Agreement for the sale of not less than 10TJ/Day	\$0.825 ⁽¹⁾	Unvested

⁽¹⁾ Performance Rights have been valued at the underlying share price on the date of issue.

Accounting policy for share-based payments

The cost of equity-settled transactions are measured at fair value on grant date. Fair value is independently determined using either the Binomial or Black-Scholes option pricing model that takes into account the exercise price, the term of the option, the impact of dilution, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk free interest rate for the term of the option, together with non-vesting conditions that do not determine whether the Group receives the services that entitle the employees to receive payment. No account is taken of any other vesting conditions.

The cost of equity-settled transactions are recognised as an expense with a corresponding increase in equity over the vesting period. The cumulative charge to profit or loss is calculated based on the grant date fair value of the award, the best estimate of the number of awards that are likely to vest and the expired portion of the vesting period. The amount recognised in profit or loss for the period is the cumulative amount calculated at each reporting date less amounts already recognised in previous periods.

The total expense is recognised over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied.

Upon vesting of the Performance Rights, the proceeds received (if any) net of any directly attributable transaction costs are allocated to share capital.

Market conditions are taken into consideration in determining fair value. Therefore, any awards subject to market conditions are considered to vest irrespective of whether or not that market condition has been met, provided all other conditions are satisfied.

NOTE 17. Related party transactions

Parent entity

TMK Energy Limited is the parent entity.

Subsidiaries

Interests in subsidiaries are set out in note 18.

Key management personnel

Disclosures relating to key management personnel are set out in note 19 and the remuneration report included in the directors' report.

Transactions with related parties

The following transactions occurred with related parties:

	Consolidated	
	2025	2024
	\$	\$
<i>Payment for goods and services:</i>		
Expenses charged for services from Tsetsen Zantav ⁽¹⁾ and his related entities	287,991	633,321
Rent lease payment ⁽²⁾ to Tsetsen Zantav ⁽¹⁾ and his related entities	33,708	-
<i>Other transactions:</i>		
20,000,000 unlisted options issued on 4 March 2025, exercisable at \$0.005, expiring 31 January 2028 to Tsetsen Zantav ⁽¹⁾ as non-cash compensation	42,000	-

⁽¹⁾ Tsetsen Zantav is a significant shareholder of TMK Energy Limited and strategic advisor to the Board.
⁽²⁾ Lease payments relates to lease of office space 6 months, after which it can be renegotiated or terminated.

Receivable from and payable to related parties

The following balances are outstanding at the reporting date in relation to transactions with related parties:

	Consolidated	
	2025	2024
	\$	\$
<i>Current receivables:</i>		
Receivables from Tsetsen Zantav and his related parties	12,816	13,934
<i>Current payables:</i>		
Payables to Tsetsen Zantav and his related parties	(12,158)	(23,446)

Loans to/from related parties

There were no loans to or from related parties at the current and previous reporting date.

Terms and conditions

All transactions were made on normal commercial terms and conditions and at market rates.

NOTE 18. Interests in subsidiaries

The consolidated financial statements incorporate the assets, liabilities and results of the following subsidiaries in accordance with the accounting policy described in note 2:

Name	Principal place of business / Country of incorporation	Ownership interest	
		2025	2024
		%	%
Telmen Energy Limited	Australia	100.00%	100.00%
Telmen Resource LLC	Mongolia	100.00%	100.00%
Talon Energy Pte Ltd	Singapore	100.00%	100.00%
Talon Energy Mongolia LLC	Mongolia	100.00%	100.00%
Tamaska Oil and Gas Inc	Delaware USA	100.00%	100.00%
Tamaska Oil and Gas Texas LLC	Texas USA	100.00%	100.00%

NOTE 19. Key management personnel disclosures

Compensation

The aggregate compensation made to directors and other members of key management personnel of the Group is set out below:

	Consolidated	
	2025	2024
	\$	\$
Short-term employee benefits	832,914	979,953
Post-employment benefits	8,254	18,553
Share-based payments	261,786	538,148
	<u>1,102,954</u>	<u>1,536,654</u>

NOTE 20. Parent entity information

Set out below is the supplementary information about the parent entity.

Statement of profit or loss and other comprehensive income

	Parent	
	2025	2024
	\$	\$
(Loss)/profit after income tax	(1,633,839)	3,233,833
Total comprehensive (loss)/income	(1,633,839)	3,233,833

Statement of financial position

	Parent	
	2025	2024
	\$	\$
Total current assets	1,840,029	2,053,776
Total assets	26,612,861	22,387,081
Total current liabilities	192,345	435,419
Total liabilities	192,345	435,419
Equity		
Issued capital	60,958,463	56,443,082
Options	408,890	408,890
Share based payment reserve	4,065,674	2,478,362
Accumulated losses	(39,012,511)	(37,378,672)
Total equity	26,420,516	21,951,662

Guarantees entered into by the parent entity in relation to the debts of its subsidiaries

The parent entity had no guarantees in relation to the debts of its subsidiaries as at 31 December 2025 and 31 December 2024.

Contingent liabilities

The parent entity had no contingent liabilities as at 31 December 2025 and 31 December 2024.

Capital commitments

The parent entity had no capital commitments as at 31 December 2025 and 31 December 2024.

Material accounting policy information

The accounting policies of the parent entity are consistent with those of the Group, as disclosed in note 2, except for the following:

- Investments in subsidiaries are accounted for at cost, less any impairment, in the parent entity.
- Dividends received from subsidiaries are recognised as other income by the parent entity and its receipt may be an indicator of an impairment of the investment.

NOTE 21. Remuneration of auditors

During the financial year the following fees were paid or payable for services provided by BDO Audit Pty Ltd, the auditor of the Company:

	Consolidated	
	2025	2024
	\$	\$
<i>Audit services - BDO Audit Pty Ltd</i>		
Audit and review of the financial statements	68,500	61,250

NOTE 22. Contingencies

As disclosed in note 15, the Company is entitled to deferred contingent consideration of A\$1.0 million in relation to the disposal of its interest in the Talisman Deeps Project. The consideration is payable within 90 days after commencement of commercial production. The Company has not recognised this amount as an asset at reporting date, as the receipt is contingent on future events and not considered probable.

The Group is disputing an audit-related tax matter with the National Audit Office of Mongolia, with an assessed amount of approximately US\$347,535 (\$498,862). The matter has been ruled in favour of the Group at first instance; however, it remains subject to potential appeal. Based on the current status of the dispute, the Directors consider that no provision is required, although the outcome remains uncertain and is therefore disclosed as a contingent liability.

The Group has a contingent liability relating to environmental rehabilitation obligations arising from its approved exploration activities. In accordance with the PSA, the Company is required to contribute 3% of approved exploration expenditure towards these obligations.

The Company had no other contingent liabilities or contingent assets at 31 December 2025 (31 December 2024: Nil).

NOTE 23. Commitments

The Company had no commitments at 31 December 2025 (31 December 2024: Nil).

NOTE 24. Events after the reporting period

On 19 March 2026, the Company announced it had received binding commitments to raise \$6.0 million (before costs) through an oversubscribed placement. The Board also subscribed for an additional \$80,000, which remain subject to shareholder approval to be sought at the Company's 2026 Annual General Meeting. Proceeds from the Placement will be used for additional drilling activity and to support commercialisation of the Gurvantes XXXV Coal Seam Gas Project, with completion of the placement expected on or around 30 March 2026.

No other matter or circumstance has arisen since 31 December 2025 that has significantly affected, or may significantly affect the Group's operations, the results of those operations, or the Group's state of affairs in future financial years.

Consolidated entity disclosure statement

As at 31 December 2025

Name of entity	Type of entity	Trustee, partner of participant in JV	% of share capital	Place of incorporation	Australian resident	Foreign jurisdiction
Telmen Energy Limited	Body Corporate	-	100%	Australia	Yes	n/a
Telmen Resource LLC	Body Corporate	-	100%	Mongolia	No	Mongolia
Talon Energy Pte Ltd	Body Corporate	-	100%	Singapore	No	Singapore
Talon Energy Mongolia LLC	Body Corporate	-	100%	Mongolia	No	Mongolia
Tamaska Oil and Gas Texas LLC	Body Corporate	-	100%	USA	No	USA
Tamaska Oil and Gas Inc	Body Corporate	-	100%	USA	No	USA

Basis of preparation

This consolidated entity disclosure statement (CEDS) has been prepared in accordance with the Corporations Act 2001 and includes information for each entity that was part of the Group as at the end of the financial year in accordance with AASB 10 Consolidated Financial Statements

The percentage of share capital disclosed for bodies corporate included in the statement represents the interest held by the Group in the subsidiary.

In developing the disclosures in the statement, the directors have considered the guidance in Taxation Ruling TR 2018/5 to determine the tax residency of each subsidiary. This determination considers factors such as the country of incorporation, the location of central management and control, the residency of directors, the location of board meetings, and the jurisdiction where day-to-day operations are conducted.

Directors' declaration

31 December 2025

In the directors' opinion:

- the attached financial statements and notes comply with the Corporations Act 2001, the Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements;
- the attached financial statements and notes comply with International Financial Reporting Standards as issued by the International Accounting Standards Board as described in note 2 to the financial statements;
- the attached financial statements and notes give a true and fair view of the Group's financial position as at 31 December 2025 and of its performance for the financial year ended on that date;
- there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable; and
- the information disclosed in the attached consolidated entity disclosure statement is true and correct.

The directors have been given the declarations required by section 295A of the Corporations Act 2001.

Signed in accordance with a resolution of directors made pursuant to section 295(5)(a) of the Corporations Act 2001.

On behalf of the directors



Prof. John Warburton
Independent Non-Executive Chairman
TMK Energy Limited
27 March 2026

INDEPENDENT AUDITOR'S REPORT

To the members of TMK Energy Limited

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of TMK Energy Limited (the Company) and its subsidiaries (the Group), which comprises the consolidated statement of financial position as at 31 December 2025, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the financial report, including material accounting policy information, the consolidated entity disclosure statement and the directors' declaration.

In our opinion the accompanying financial report of the Group, is in accordance with the *Corporations Act 2001*, including:

- i) Giving a true and fair view of the Group's financial position as at 31 December 2025 and of its financial performance for the year ended on that date; and
- ii) Complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

Basis for opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the Financial Report* section of our report. We are independent of the Group in accordance with the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of the Company, would be in the same terms if given to the directors as at the time of this auditor's report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial report of the current period. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Recoverability of Exploration and Evaluation Assets

Key audit matter	How the matter was addressed in our audit
<p>As disclosed in Note 9 to the Financial Report, the carrying value of the exploration and evaluation asset represents a significant asset of the Group.</p> <p>The Group's accounting policies and significant judgements applied to capitalised exploration and evaluation expenditure are detailed in Notes 3 and 9 of the Financial Report.</p> <p>In accordance with AASB 6 Exploration for and Evaluation of Mineral Resources ('AASB 6'), the recoverability of exploration and evaluation expenditure requires significant judgement by management in determining whether there are any facts and circumstances that exist to suggest the carrying amount of this asset may exceed its recoverable amount. As a result, this is considered a key audit matter.</p>	<p>Our procedures included, but were not limited to:</p> <ul style="list-style-type: none"> • Assessing whether rights to tenure of the Group's area of interest remained current at balance date; • Considering the status of the ongoing exploration by holding discussions with management, and reviewing the Group's exploration budgets, ASX announcements and director's minutes; • Considering whether the area of interest had reached a stage where a reasonable assessment of economically recoverable reserves existed; • Considering whether any facts or circumstances existed to suggest impairment testing was required; and • Assessing the adequacy of the related disclosures in Notes 3 and 9 of the Financial Report.

Other information

The directors are responsible for the other information. The other information comprises the information in the Group's annual report for the year ended 31 December 2025, but does not include the financial report and the auditor's report thereon.

Our opinion on the financial report does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the directors for the Financial Report

The directors of the Company are responsible for the preparation of:

- a) the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the Corporations Act 2001 and
- b) the consolidated entity disclosure statement that is true and correct in accordance with the Corporations Act 2001, and

for such internal control as the directors determine is necessary to enable the preparation of:

- i) the financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error; and
- ii) the consolidated entity disclosure statement that is true and correct and is free of misstatement, whether due to fraud or error.

In preparing the financial report, the directors are responsible for assessing the ability of the group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Auditor's responsibilities for the audit of the Financial Report

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

A further description of our responsibilities for the audit of the financial report is located at the Auditing and Assurance Standards Board website (<http://www.auasb.gov.au/Home.aspx>) at:

https://www.auasb.gov.au/media/bwvjcgre/ar1_2024.pdf

This description forms part of our auditor's report.

Report on the Remuneration Report

Opinion on the Remuneration Report

We have audited the Remuneration Report included in pages 19 to 26 of the directors' report for the year ended 31 December 2025

In our opinion, the Remuneration Report of TMK Energy Limited, for the year ended 31 December 2025, complies with section 300A of the *Corporations Act 2001*.



Responsibilities

The directors of the Company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

BDO Audit Pty Ltd

BDO

A handwritten signature in black ink, appearing to read 'J Prue'.

Jarrad Prue

Director

Perth, 27 March 2026

ADDITIONAL SHAREHOLDER INFORMATION

The shareholder information set out below was applicable as at 26 March 2026.

Listing of the 20 largest shareholders in TMK

Position	Investor	Holding	%
1	TSETSEN ZANTAV	27,703,092	12.69%
2	MOLBEK PTY LIMITED <BRUCK FAMILY SUPER FUND A/C>	24,000,000	11.00%
3	BNP PARIBAS NOMINEES PTY LTD <IB AU NOMS RETAILCLIENT>	12,998,862	5.96%
4	CITICORP NOMINEES PTY LIMITED	10,821,962	4.96%
5	NETWEALTH INVESTMENTS LIMITED <WRAP SERVICES A/C>	5,909,196	2.71%
6	MR BRENDAN LAWRENCE STATS	5,549,288	2.54%
7	MR GANZORIG VANCHIG	4,140,219	1.90%
8	MR RAYMOND JAMES ALLAN	3,933,630	1.80%
9	CLARKSON'S BOATHOUSE PTY LTD <CLARKSON SUPER FUND A/C>	3,930,577	1.80%
10	BOND STREET CUSTODIANS LIMITED <GMARS1 - D80248 A/C>	3,912,122	1.79%
11	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	3,754,673	1.72%
12	DUNEDIN CAPITAL ADVISORS PTY LTD	2,656,364	1.22%
13	SHENTON JAMES PTY LTD	2,611,408	1.20%
14	MR GARRY MICHAEL KILRAIN & MRS MELISSA ANNA KILRAIN	2,500,000	1.15%
15	J P MORGAN NOMINEES AUSTRALIA PTY LIMITED	2,135,199	0.98%
16	UM VENTURES LLC	1,818,182	0.83%
17	AVIEMORE CAPITAL PTY LTD	1,677,273	0.77%
18	MORGAN STANLEY AUSTRALIA SECURITIES (NOMINEE) PTY LIMITED <NO 1 ACCOUNT>	1,661,845	0.76%
19	BNP PARIBAS NOMINEES PTY LTD <HUB24 CUSTODIAL SERV LTD>	1,602,384	0.73%
20	BNP PARIBAS NOMS PTY LTD	1,522,021	0.70%
	TOTAL	124,383,751	57.20%

Note: The Top 20 shareholders disclosure is based on registered holdings per the company's share register, consistent with ASX Listing Rule 4.10 disclosures and standard registry reporting. No aggregation has been applied across separate registered holders.

Distribution of Shareholders

Spread of Holdings	Number of Ordinary Shareholders
1 - 1000	125
1001 - 5000	110
5001 - 10,000	409
10,001 - 100,000	715
100,001 and above	214
Total	1,573

Listing of the 20 largest holders of ASX:TMKO listed options

Position	Investor	Holding	%
1	MOLBEK PTY LIMITED <BRUCK FAMILY SUPER FUND A/C>	7,386,364	19.44%
2	MORGAN STANLEY AUSTRALIA SECURITIES (NOMINEE) PTY LIMITED <NO 1 ACCOUNT>	2,499,999	6.58%
3	MCMANAMEY INVESTMENT STRATEGIES PTY LTD <MCMANAMEY INVT STRATEGY A/C>	2,272,728	5.98%
4	MR MARK ANTHONY O'KANE	1,333,333	3.51%
5	FINCLEAR SERVICES PTY LTD <SUPERHERO SECURITIES A/C>	1,214,920	3.20%
6	KINVARA INVESTMENTS PTY LTD <KINVARA INVESTMENTS A/C>	1,000,000	2.63%
7	BILGOLA NOMINEES PTY LIMITED	909,091	2.39%
8	SHENTON JAMES PTY LTD	681,819	1.79%
9	CITICORP NOMINEES PTY LIMITED	600,992	1.58%
10	SOUTHON FLOOD SUPER PTY LTD <SOUTHON FLOOD SUPERFUND A/C>	500,000	1.32%
11	SOUTHON FLOOD PTY LTD <SOUTHON FLOOD FAMILY A/C>	500,000	1.32%
12	AUKERA CAPITAL PTY LTD <AUKERA DISCRETIONARY A/C>	486,364	1.28%
13	PAC PARTNERS SECURITIES PTY LTD	460,264	1.21%
14	RESOURCE & LAND MANAGEMENT SERVICES PTY LTD <SKERMAN SUPER FUND A/C>	454,546	1.20%
15	MR GEOFFREY VICTOR DAY	454,546	1.20%
16	TSETSEN ZANTAV	454,546	1.20%
17	MR NICHOLAS BIRD	454,546	1.20%
18	ROBERT BENZ	454,546	1.20%
19	EMERGING EQUITIES PTY LTD	448,129	1.18%
20	BELL POTTER NOMINEES LTD <BB NOMINEES A/C>	446,073	1.17%
	TOTAL	24,744,432	65.13%

Note: The Top 20 holders disclosure is based on registered holdings per the company's share register, consistent with ASX Listing Rule 4.10 disclosures and standard registry reporting. No aggregation has been applied across separate registered holders.

Distribution of holders

Spread of Holdings	Number of Holders
1 - 1000	128
1001 - 5000	132
5001 - 10,000	47
10,001 - 100,000	146
100,001 and above	68
Totals	521

Listing of the 20 largest holders of ASX:TMKOB listed options

Position	Investor	Holding	%
1	MR JOHN STEPHEN CALVERT	1,200,467	8.17%
2	MS MEGAN LEANNE DENIZE	545,020	3.71%
3	CITICORP NOMINEES PTY LIMITED	536,433	3.65%
4	MR MICHAEL EDWARD PEDLOW	507,534	3.45%
5	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED - A/C 2	493,498	3.36%
6	MR LAAN KAN TANG	365,089	2.48%
7	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	361,399	2.46%
8	NEWECONOMY COM AU NOMINEES PTY LIMITED <900 ACCOUNT>	311,667	2.12%
9	MR PAUL ANDREW GRAHAM	293,296	2.00%
10	MORGAN STANLEY AUSTRALIA SECURITIES (NOMINEE) PTY LIMITED <NO 1 ACCOUNT>	221,986	1.51%
11	BELL POTTER NOMINEES LTD <BB NOMINEES A/C>	206,362	1.40%
12	KANASU PTY LTD <ARLETTE SUPER FUND A/C>	200,864	1.37%
13	MR DAVID ROGER SMITH	200,000	1.36%
14	PRECISION OPPORTUNITIES FUND LTD <INVESTMENT A/C>	197,829	1.35%
15	DR IAN GREGORY FRASER & DR CAROLE DENISE FRASER	187,861	1.28%
16	AXSIM FUNDS MANAGEMENT PTY LTD <MAMAS SUPER FUND A/C>	180,230	1.23%
17	MR UTPAL BHATTACHARYA	168,417	1.15%
18	MR MARK ANTHONY O'KANE	168,182	1.14%
19	MR COLBY TODD HAUSER <AURORA INVESTMENT A/C>	151,562	1.03%
20	MR SOM NATH SAINI	137,943	0.94%
	TOTAL	6,635,639	45.16%

Note: The Top 20 holders disclosure is based on registered holdings per the company's share register, consistent with ASX Listing Rule 4.10 disclosures and standard registry reporting. No aggregation has been applied across separate registered holders.

Distribution of holders

Spread of Holdings	Number of Holders
1 - 1000	2,437
1001 - 5000	461
5001 - 10,000	74
10,001 - 100,000	173
100,001 and above	26
Totals	3,171

Unmarketable Parcels

There were 184 shareholders holding less than a marketable parcel of shares.

Substantial Shareholders

Investor	Holding %
TSETSEN ZANTAV	12.69%
MOLBEK PTY LIMITED <BRUCK FAMILY SUPER FUND A/C>	11%

Voting Rights and Unlisted Securities

Ordinary Shares

In accordance with the Company's Constitution, on a show of hands every shareholder present in person or by proxy, attorney or representative of shareholder has one vote and on a poll every shareholder present in person or by proxy, attorney or representative of a shareholder has in respect of fully paid shares, one vote for every share held.

Performance Rights

Refer to Page 27 of the Annual Report for information on the Performance Rights that are on issue as of 27 March 2026. There are no voting rights attached to the Performance Rights.

Listed Options

Refer to Page 27 of the Annual Report for information on the Listed Options that are on issue as of 27 March 2026. There are no voting rights attached to the Listed Options.

Unlisted Options

Refer to Page 27 of the Annual Report for information on the Unlisted Options that are on issue as of 27 March 2026. There are no voting rights attached to the Options.

Corporate Governance

The Company's Corporate Governance Statement can be accessed at www.tmkenergy.com.au/corporate-governance

TENEMENT SCHEDULE

At 31 December 2025, the company held the following interests in tenements and/or licenses:

Project	Percentage Interest	Number of Tenements
Gurvantes XXXV	100%	1

