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15 May 2018

ASX:TAP

Tap Oil Limited
ABN 89 068 572 341

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15 May 2018

Australian Securities Exchange
Market Announcements Office
Level 40, Central Park
152-158 St Georges Terrace
Perth WA 6000

Dear Sir/Madam

Takeover bid by Risco Energy Investments (SEA) Limited for Tap Oil Limited – Target's Statement

We refer to the on-market takeover offer by Risco Energy Investments (SEA) Limited (**Risco**) under Chapter 6 of the *Corporations Act 2001* (Cth) (**Corporations Act**) for all the shares in Tap Oil Limited ACN 068 572 341 (ASX:TAP) (**Tap Oil**).

We **attach**, in accordance with section 635(1) item 10 of the Corporations Act, a copy of Tap Oil's target's statement.

The target's statement will be lodged with the Australian Securities and Investments Commission and sent to Risco today.

Yours sincerely
Tap Oil Limited



Damon Neaves
Non-Executive Director

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TARGET'S STATEMENT

By **Tap Oil Limited** ABN 89 068 572 341

In response to the Offer made by Risco Energy Investments (SEA) Limited.

The Non-Affiliated Directors unanimously recommend that you

REJECT

the Offer made by Risco Energy Investments (SEA) Limited to acquire all of your shares in Tap Oil for just $0.070 per share

THIS IS AN IMPORTANT DOCUMENT AND REQUIRES YOUR IMMEDIATE ATTENTION. YOU SHOULD READ THE DOCUMENT IN ITS ENTIRETY. IF YOU ARE IN DOUBT AS TO WHAT YOU SHOULD DO, YOU SHOULD CONSULT YOUR INVESTMENT, FINANCIAL, TAXATION OR OTHER PROFESSIONAL ADVISER.

IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT TAP OIL'S COMPANY SECRETARY ON +61 8 9485 1000 BETWEEN 9.00AM AND 5.00PM (PERTH TIME) MONDAY TO FRIDAY.

Financial Adviser

Azure Capital

Legal Adviser

CORRS CHAMBERS WESTGARTH lawyers

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KEY REASONS WHY YOU SHOULD REJECT THE OFFER



1	THERE IS NO REASON TO ACCEPT THE OFFER NOW	Refer to page 6
2	THE OFFER UNDERVALUES YOUR TAP OIL SHARES	Refer to page 7
3	THE TIMING OF THE OFFER APPEARS OPPORTUNISTIC	Refer to page 8
4	RISCO ALREADY HOLDS A 25.1% INTEREST IN THE SHARES OF TAP OIL, AND IS SEEKING TO GAIN CONTROL OF TAP OIL BY PAYING A LOW CONTROL PREMIUM RELATIVE TO RECENT COMPARABLE TRANSACTIONS	Refer to page 9
5	RISCO HAS A UNIQUE INSIGHT IN TO THE POTENTIAL VALUE OF TAP OIL SHARES	Refer to page 11
6	ACCEPTING SHAREHOLDERS ARE UNABLE TO REALISE ANY VALUE FOR TAP OIL'S FRANKING CREDITS	Refer to page 11
7	TAP OIL'S LARGEST SHAREHOLDER DOES NOT INTEND TO ACCEPT THE OFFER	Refer to page 11

The Independent Board Committee has appointed an Independent Expert to opine on whether the Offer is fair and reasonable, which will be made available to Tap Oil Shareholders before the close of the Offer period on 18 June 2018 (refer to page 6).

You should read this Target's Statement in its entirety for further information on the reasons why the Directors recommend that Tap Oil shareholders reject the Offer.

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Important Notices

Nature of this Document

This document is the Target's Statement dated 15 May 2018 given by Tap Oil Limited (ABN 89 068 572 341) (**Tap Oil** or the **Company**) under Part 6.5 Division 3 of the Corporations Act. This Target's Statement is given in response to the on-market takeover offer made by Risco Energy Investments (SEA) Limited (**Risco**) on 2 May 2018.

ASIC and ASX Disclaimer

A copy of this Target's Statement has been lodged with ASIC. Neither ASIC nor any of its officers takes any responsibility for the contents of this Target's Statement.

A copy of this Target's Statement has also been provided to the ASX. Neither the ASX nor any of its officers takes any responsibility for the contents of this Target's Statement.

Defined Terms and Interpretation

Capitalised terms used in this Target's Statement are defined in Section 9.1. Section 9.2 also sets out some rules of interpretation which apply to this Target's Statement.

Tap Oil Shareholder Information Line

Tap Oil Shareholders can call Tap Oil's Company Secretary if they have any queries in relation to the Offer on +61 8 9485 1000 between 9.00am and 5.00pm (Perth time) Monday to Friday.

No Account of Personal Circumstances

This Target's Statement and the recommendations and other information contained in it do not constitute financial product advice. The recommendations and other information contained in this Target's Statement should not be taken as personal financial or taxation advice, as each Shareholder's deliberations and decision will depend upon their own financial situation, tax position, investment objectives and particular needs.

It is important that you read this Target's Statement in its entirety before making any investment decision and any decision relating to the Offer. Your Directors encourage you to obtain independent advice from your investment, financial, taxation or other professional adviser before making a decision whether or not to accept the Offer.

Forward Looking Statements

This Target's Statement contains forward looking statements. All statements other than statements of historical fact are forward looking statements. Shareholders should note that those forward looking statements are only predictions and are inherently subject to uncertainties, in that they may be affected by a variety of known and unknown risks, variables and other important factors, many of which are beyond the control of Tap Oil. Any reference to past performance in this Target's Statement is not intended to be, nor should be relied upon, as a guide to future performance. Actual values or results, performance or achievements may differ materially from those expressed or implied by such statements. The risks, variables and other factors that may affect the forward looking statements include: matters specific to the energy sector, as well as economic and financial market conditions; legislative, fiscal or regulatory developments; the price performance of Tap Oil Shares, including the risk of possible price decline in the absence of the Offer or other takeover or merger speculation; and risks associated with the business and operations of Tap Oil.

None of Tap Oil, any of its officers or any person named in this Target's Statement with their consent or any person involved in the preparation of this Target's Statement makes any representation or warranty (express or implied) or gives any assurance as to the accuracy or likelihood of fulfilment of any forward looking statement, or any events or results expressed or implied in any forward looking statements, except to the extent required by law. You are cautioned not to place undue reliance on any such statement. The forward looking statements in this Target's Statement reflect views held only as at the Approval Date.

Reliance on Information Obtained from Public Sources

The information in this Target's Statement about Risco has been compiled from or is otherwise based on information obtained from publicly available sources, and has not been independently audited or verified by Risco, Tap Oil or its advisers. Accordingly, subject to the Corporations Act, Tap Oil does not make any representation (express or implied) as to the accuracy or completeness of such information. If the information is inaccurate or incomplete, this may affect the information included in the Target's Statement. In particular, if the information has been used as the basis for forward looking statements in the Target's Statement, this may add to the risk that actual values, results, performance or achievements will differ materially from those expressed or implied by the forward looking statements.

Rounding

A number of figures, amounts, percentages, prices, estimates, calculations of value and fractions in this Target's Statement are subject to the effect of rounding. Accordingly, the actual calculation of these figures may differ from the figures set out in this Target's Statement.

Maps and Diagrams

Any charts, graphs and tables contained in this Target's Statement are illustrative only and may not be drawn to scale. Unless stated otherwise, all data contained in maps, diagrams, charts, graphs and tables is based on information available as at the Approval Date.

Foreign Jurisdictions

The release, publication or distribution of this Target's Statement in jurisdictions other than Australia may be restricted by law or regulation in such other jurisdictions and persons who come into possession of it should seek advice on and observe any such restrictions. Any failure to comply with such restrictions may constitute a violation of applicable laws or regulations. This Target's Statement has been prepared in accordance with Australian law and the information contained in this Target's Statement may not be the same as that which would have been disclosed if this Target's Statement had been prepared in accordance with the laws and regulations outside Australia.

Privacy

Tap Oil has collected your information from the register of Tap Oil Shareholders for the purpose of providing you with this Target's Statement. The type of information Tap Oil has collected about you includes your name, contact details and information on your shareholding (as applicable) in Tap Oil. Without this information, Tap Oil would be hindered in its ability to issue this Target's Statement. The Corporations Act requires the name and address of Shareholders to be held in a public register. Your information may be disclosed on a confidential basis to external service providers (including the Tap Oil Share Registry and print and mail service providers) and may be required to be disclosed to regulators such as ASIC. If you would like details of information about you held by Tap Oil, please contact Tap Oil's Share Registry on 1300 554 474 (within Australia) or +61 1300 554 474 (outside Australia) between 9.00am and 5.00pm (Perth time) Monday to Friday.

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WHAT YOU NEED TO DO

To REJECT the Offer, simply DO NOTHING

Read this Target's Statement, which contains the Non-Affiliated Directors' recommendation to **REJECT** the Offer and provides reasons for this recommendation.

To **REJECT** the Offer, simply **DO NOTHING**.

If you have any questions, please call Tap Oil's Company Secretary on +61 8 9485 1000 between 9.00am and 5.00pm (Perth time) Monday to Friday.

KEY DATES

Announcement date of the Offer	2 May 2018
Risco's appointed broker commences standing in the market	2 May 2018
Date of Bidder's Statement	2 May 2018
Date of this Target's Statement	15 May 2018
Expected release of the Independent Expert's Report	Prior to 18 June 2018
Scheduled close of Offer Period (unless extended or withdrawn)	Close of ASX trading on 18 June 2018

Note: The Offer may only be withdrawn in exceptional circumstances in accordance with the Corporations Act as summarised in Section 5.5.

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1. REASONS WHY YOU SHOULD REJECT THE OFFER

The Non-Affiliated Directors recommend that you **REJECT** the Offer by **DOING NOTHING** and **TAKING NO ACTION** with respect to your Tap Oil Shares, for the reasons outlined below.

Reasons why you may decide to accept the Offer are outlined in Section 4.3.

1 THERE IS NO REASON TO ACCEPT THE OFFER NOW

The Offer is open until the close of ASX trading (approximately 2.00pm Perth time) on 18 June 2018 (unless extended), and may only be withdrawn in limited circumstances (see Section 5.5). As such, the Non-Affiliated Directors encourage you to wait for as long as possible before deciding whether to accept or reject the Offer.

Ability to participate in any increase or superior offer

As the Offer is an on-market offer, if you accept the Offer now, you will not be able to participate in any increase in the Offer, or any superior offer, that may emerge.

Drilling campaign

On or about 20 May 2018, the operator of the Manora Oil Field will begin a four-well exploration, appraisal and development drilling campaign. If successful, the drilling campaign has the potential to increase production and extend the life of the Manora Oil Field. Initial results from the drilling campaign are expected to be released prior to the close of the Offer.

Independent Expert's Report

The Independent Board Committee has appointed an Independent Expert, BDO Corporate Finance (WA) Pty Ltd (**BDO**), to prepare an Independent Expert's Report opining on whether the Offer is fair and reasonable to Tap Oil Shareholders. It will also include a valuation range for Tap Oil Shares on a controlling interest basis.

The Independent Expert's Report will be made available to Tap Oil Shareholders in a supplementary Target's Statement expected to be released to the ASX before the close of the Offer period on 18 June 2018.

As part of the preparation of the Independent Expert's Report, BDO has engaged a Technical Specialist, RISC Advisory Pty Ltd (**RISC**), to prepare a Technical Specialist's Report for inclusion in the Independent Expert's Report. The Technical Specialist's Report will provide detailed information about Tap Oil's assets, including valuations of its exploration assets.

The Independent Expert's Report is an important document that will contain information relevant to your decision in relation to the Offer. The Non-Affiliated Directors encourage you to consider the Independent Expert's Report as part of your assessment of the Offer.

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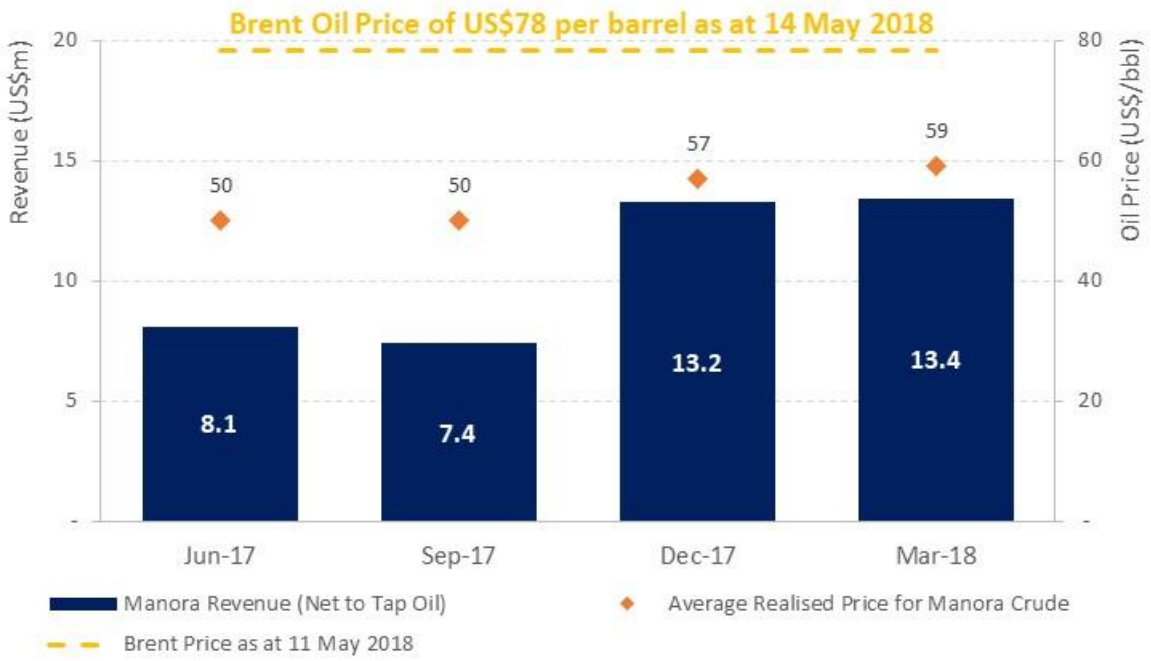
2 THE OFFER UNDERVALUES YOUR TAP OIL SHARES

The Non-Affiliated Directors currently believe that the Offer Price of $0.070 per Share undervalues Tap Oil's portfolio of assets, but will update their recommendation once the Independent Expert's Report is complete.

Tap Oil is one of a limited number of ASX-listed junior oil companies with zero debt and existing cash flow generation. As at 31 March 2018, Tap Oil had a cash position of approximately US$13 million.

Tap Oil's 30% interest in the producing Manora Oil Field generated more than US$42 million in revenue (net to Tap Oil) and approximately US$22 million in net operating cash flow (net to Tap Oil) during the 12 months to 31 March 2018. The average price received for Manora crude oil during that period was approximately US$55 per barrel. Considering recent improvements in oil prices, Tap Oil expects to generate improved operating cash flow whilst these conditions persist.

Figure 1. Average Realised Price for Manora Crude over 12 months to 31 March 2018 versus Brent Oil Price as at 14 May 2018



The Manora Oil Field had 2P Reserves of 2.2 MMbbl (net to Tap Oil) as at 31 December 2017[1], which is currently expected to underpin production until at least 2023, albeit at reducing levels due to the natural decline of the field over the medium-term.

On or about 20 May 2018, the operator of the Manora Oil Field will begin a four-well exploration, appraisal and development drilling campaign. If successful, the first two

[1] Refer to Tap Oil's ASX announcement on 5 April 2018. Tap Oil is not aware of any new information or data that materially affects the information included in its ASX announcement dated 5 April 2018, and that all the material assumptions and technical parameters underpinning the estimates in that announcement continue to apply and have not materially changed.

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wells, the Manora-8 exploration well and subsequent Manora-8 Side Track appraisal well, have the potential to result in increased production and extensions to the life of the Manora Oil Field. The second two wells are development wells and are required to offset natural production decline in 2018.

Corporately, over the past 12 months, Tap Oil has sold or otherwise exited assets in Australia that offered little value to shareholders and significantly reduced corporate overheads to simplify operations. Due to revenues generated from Manora and the exit from non-core assets, Tap Oil has been able to build a cash position of approximately US$13 million as at 31 March 2018, which is expected to grow over time.

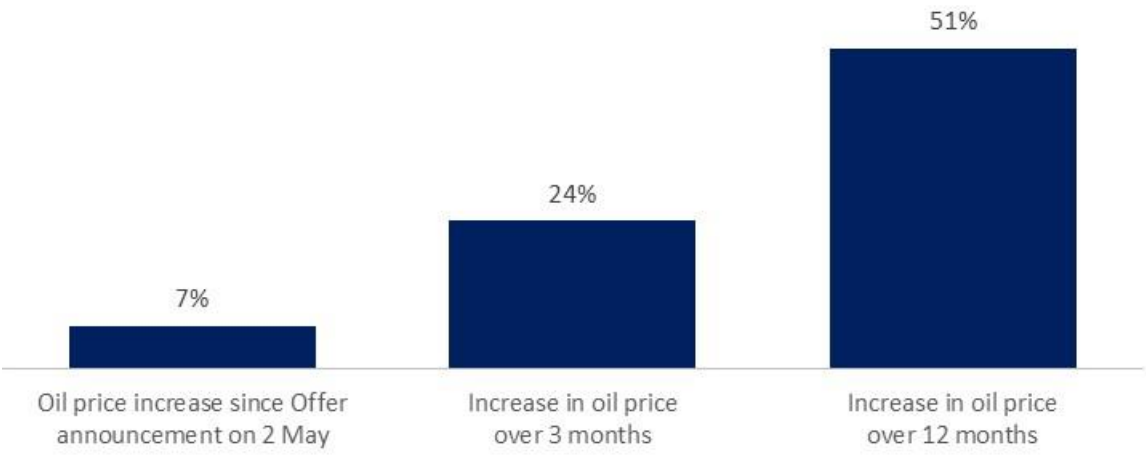
Shareholders should note that Tap Oil, its business and assets are subject to a number of risks, which are detailed further in Section 6.9.

3 THE TIMING OF THE OFFER APPEARS OPPORTUNISTIC

The Offer appears to be opportunistically timed to take advantage of a rising oil price environment, as well as a potentially significant drilling campaign that may, if successful, increase production and extend the life of the Manora Oil Field beyond 2023.

The Offer comes following a strong increase in oil prices over the last 12 months. As at 14 May 2018, the Brent oil price is trading at approximately US$78 per barrel, which is 24% higher than 3 months ago and 51% higher than 12 months ago. In addition, we note the Brent oil price has also increased by approximately 7% in the 13 days since announcement of the Offer alone.

Figure 2. Increases in the Brent Oil Price to US$78 per barrel as at 14 May 2018



The timing of the Offer also appears opportunistic given the upcoming four-well exploration, appraisal and development drilling campaign, which is expected to commence on or about 20 May 2018.

The Manora-8 exploration well is the first well and is a low-cost, high-risk and high-reward opportunity targeting the Footwall prospect that has the potential to add significant new Reserves and production to the Manora project, if successful. The Footwall prospect is a

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large aerial closure in the upthrown block west of the Manora Central block. Results from the Manora-8 well are expected to be released prior to the close of the Offer.

The second well, Manora-8ST1, will be side-tracked from Manora-8 to appraise multiple reservoirs up-dip of the successful MNA-18 production well, which was drilled in late 2017. The results from this well are expected to be released on or about close of the Offer.

The third and fourth wells, MNA-20 and MNA-21, are development wells that will be drilled from the Manora platform to access existing undeveloped 2P Reserves. These wells are expected to initially add 2,450 bopd to total production (against current levels of approximately 6,800 bopd) and are required to offset natural production decline during 2018.

If you accept the Offer before any results from the drilling campaign are released, you will crystallise the value of your investment in Tap Oil at the Offer Price and you will no longer have exposure to any further increases in oil prices, production levels or Reserves from the drilling campaign.

Refer to the announcement of 7 May 2018 for further information on the drilling campaign.

4 RISCO ALREADY HOLDS A 25.1% INTEREST IN THE SHARES OF TAP OIL, AND IS SEEKING TO GAIN CONTROL OF TAP OIL BY PAYING A LOW CONTROL PREMIUM RELATIVE TO RECENT COMPARABLE TRANSACTIONS

Risco is offering a low premium to Tap Oil Shareholders relative to recent comparable transactions in exchange for control of the Company.

The Offer Price of $0.070 per Share implies a premium of 14.8% to the closing price of Tap Oil Shares of $0.061, and a premium of 21.1% to the 5-day volume weighted average price of Tap Oil Shares of $0.058, on 1 May 2018, being the last trading day prior to announcement of the Offer.

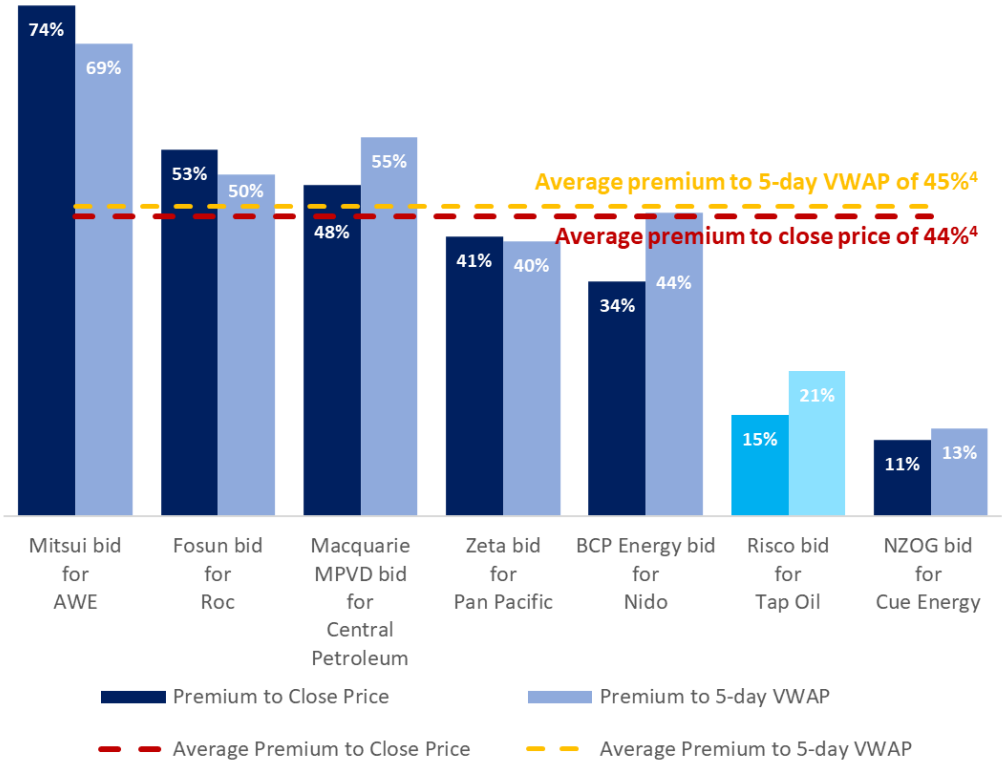
The premium offered by Risco is below the premiums paid in some other cash takeover offers of ASX-listed junior oil and gas production and exploration companies with Australasian asset portfolios:

- In 2018, AWE Limited (**AWE**) was acquired by way of a recommended off-market takeover by Mitsui & Co., Ltd. (**Mitsui**). The cash consideration offered by Mitsui represented a 74% premium to the closing price of AWE shares on the last trading day prior to the disclosure by AWE of the first offer received by AWE from another bidder, China Energy Reserve and Chemical Group Australia;
- In 2014, Roc Oil Company Limited (**Roc**) was acquired by way of a recommended off-market takeover by Fosun International Limited (**Fosun**). The cash consideration offered by Fosun represented a 53% premium to the closing price of Roc shares on the last trading day prior to the disclosure by Roc of the first offer received by Roc from another bidder, Horizon Oil Limited, for an all-scrip merger;

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- In 2017, Central Petroleum Limited (**Central Petroleum**) unanimously recommended shareholders vote in favour of a scheme for Central Petroleum to be acquired for upfront cash plus a contingent value note by Macquarie MPVD Pty Limited (**Macquarie MPVD**). The cash consideration for the takeover alone represented a 48% premium to the closing price of Central Petroleum shares on the last trading day prior to announcement of the initial Macquarie MPVD proposal[2];
- In 2017, Pan Pacific Petroleum NL (**Pan Pacific**) was acquired by way of a recommended scheme of arrangement by Zeta Resources Limited (**Zeta**). The cash consideration offered by Zeta represented a 41% premium to the closing price of Pan Pacific shares on the last trading day prior to announcement of the Zeta offer;
- In 2014, Nido Petroleum Limited (**Nido**) was acquired by way of a recommended off-market takeover by BCP Energy International Pte Ltd (**BCP Energy**). The cash consideration offered by BCP Energy represented a 34% premium to the closing price of Nido shares on the last trading day prior to announcement of the Nido offer; and
- In 2015, NZOG Offshore Limited (**NZOG**) acquired a controlling interest[3] in Cue Energy Resources Limited (**Cue Energy**) by way of an on-market takeover bid. The cash consideration offered by NZOG represented a 11% premium to the closing price of Cue Energy shares on the last trading day prior to announcement of the initial NZOG proposal. Despite the offer never being recommended by the Directors, NZOG had acquired a 48.1% interest in Cue Energy at the time the offer closed.

Figure 3. Premiums offered for other cash takeover offers[4]



[2] The shareholder resolution required for Macquarie's offer to be successful was not carried on 29 June 2017.
[3] Control defined as a greater than 40% holding.
[4] Average excludes the Offer.

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5 RISCO HAS A UNIQUE INSIGHT IN TO THE POTENTIAL VALUE OF TAP OIL SHARES

Risco is an investment vehicle managed by the founder Tom Soulsby (former Non-Executive Director of Tap Oil) and Risco consultant, Chris Newton (current Chairman of Tap Oil), and has also provided services to Tap Oil to assist with management of Tap Oil's interest in Manora over the last two and a half years.

Risco and its founders have actively participated in establishing the strategy of the Company, and consequently have a unique insight into the potential value of Tap Oil Shares and the potentially high-impact drilling campaign due to commence shortly.

6 ACCEPTING SHAREHOLDERS ARE UNABLE TO REALISE ANY VALUE FOR TAP OIL'S FRANKING CREDITS

Tap Oil's franking credit balance of approximately $70 million as at 31 December 2017 represents a potential source of value for Shareholders that are Australian residents for tax purposes.

The Offer has not been structured in a way that allows any shareholders to receive value for the franking credits, should they accept the Offer.

7 TAP OIL'S LARGEST SHAREHOLDER DOES NOT INTEND TO ACCEPT THE OFFER

Mr Chatchai Yenbamroong is Tap Oil's largest shareholder holding approximately 25.5% of the Shares in Tap Oil both directly and through his 100% owned Northern Gulf Petroleum Holdings Limited (**Northern Gulf**).

Mr Chatchai Yenbamroong and Northern Gulf have each advised Tap Oil that they intend to REJECT the Offer at the current Offer Price of $0.070 per Share.

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2. LETTER FROM THE CHAIRMAN OF THE INDEPENDENT BOARD COMMITTEE

15 May 2018

Dear Tap Oil Shareholders,

REJECT THE OFFER MADE BY RISCO – DO NOTHING AND TAKE NO ACTION WITH RESPECT TO YOUR TAP OIL SHARES

On 2 May 2018, Risco Energy Investments (SEA) Limited announced an unsolicited, unconditional on-market takeover offer to acquire all of the shares in Tap Oil that it does not already own at an Offer Price of $0.070 per share.

Risco is one of Tap Oil's largest shareholders, with a shareholding in Tap Oil of approximately 25.1% immediately prior to the announcement of the Offer.

The Board has established an Independent Board Committee, which has the scope of authority to, amongst other things, review, consider and evaluate the terms of the Offer.

As at the Approval Date, the Independent Board Committee includes myself and Dr Govert van Ek, a fellow Tap Oil Director independent of Risco. The recommendations in this Target's Statement are provided by the Non-Affiliated Directors, being each of the members of the Independent Board Committee and Mr Kamarudin Baba, Non-Executive Director. The Non-Affiliated Directors are considered independent of the Risco Group and do not have interests in the Risco Group.

This Target's Statement sets out the Non-Affiliated Directors' response to the Offer and contains their recommendation in response to the Offer, the reasons for that recommendation, and other important information you should consider when deciding whether to accept or reject the Offer.

The Non-Affiliated Directors unanimously recommend that you REJECT the Offer.

The Non-Affiliated Directors believe that you should **REJECT** the Offer based on the following:

1. There is no reason to accept the offer now as the Offer will remain open until 18 June 2018 and new information is expected to be released prior to that date:

- **a.** Initial results from the Manora Oil Field drilling campaign are expected to be released prior to the close of the Offer;
- **b.** An Independent Expert's Report opining on whether the Offer is fair and reasonable to Tap Oil Shareholders will be completed prior to the close of the Offer;
- **c.** Accepting now will also prevent you from participating in any higher offer;

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2. The Offer Price of $0.070 per share undervalues your Tap Oil Shares;
3. The Offer appears opportunistically timed to take advantage of a rising oil price environment, as well as a potentially significant drilling campaign at the Manora Oil Field;
4. Risco already holds a 25.1% interest in the Shares of Tap Oil, and is seeking to gain control of Tap Oil by paying a low control premium relative to recent comparable transactions;
5. Risco has a unique insight due to the level of involvement by Risco and its founders in providing services to Tap Oil;
6. Accepting Shareholders are unable to realise any value for Tap Oil's franking credit balance of approximately $70 million as at 31 December 2017; and
7. Tap Oil's largest shareholder, Mr Chatchai Yenbamroong and Northern Gulf (who collectively hold a 25.5% interest in Tap Oil), have advised Tap Oil that they intend to REJECT the Offer in respect of their Shares at the current offer price of $0.070 per Tap Oil Share.

Reasons why you may decide to accept the Offer are outlined in Section 4.3.

Each of the Non-Affiliated Directors do not currently own or control any Tap Oil Shares and therefore make no statement in respect of shareholdings in Tap Oil.

To REJECT the Offer, simply DO NOTHING.

The Non-Affiliated Directors recommend that you read this Target's Statement in full, including the detailed reasons for reaching their conclusions in Section 4 of this document. You should consider the Offer carefully, together with your individual circumstances in determining whether or not to accept the Offer.

If you are in doubt as to whether to accept or reject the Offer, you should seek your own independent professional advice.

If you have any queries about the Offer, please contact Tap Oil's Company Secretary +61 8 9485 1000 between 9.00am and 5.00pm (Perth time) Monday to Friday.

Yours sincerely



Damon Neaves

Independent Director and Chairman of the Independent Board Committee

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3. ANSWERS TO FREQUENTLY ASKED QUESTIONS

This section answers some frequently asked questions about the Offer. It is not intended to address all issues relevant to Tap Oil Shareholders. This section should be read together with all other parts of this Target's Statement.

Question	Answer
1. What is the Target's Statement?	This Target's Statement has been prepared by Tap Oil and provides Tap Oil's response to the Offer, including the recommendation of the Non-Affiliated Directors.
2. What is the Bidder's Statement?	The Bidder's Statement is the document setting out the terms of the Offer, a copy of which was lodged with ASIC and announced on the ASX on 2 May 2018.
3. What is Risco offering for my Tap Oil Shares?	Risco is offering $0.070 for every Tap Oil Share that you hold. The Offer is unconditional.
4. Who is offering to purchase Tap Oil Shares?	The Offer is being made by Risco Energy Investments (SEA) Limited (**Risco**), a company incorporated in the British Virgin Islands and a partly-owned subsidiary of Suncastle Equities Inc (**Suncastle**), also incorporated in the British Virgin Islands. At the time of announcing its Offer, Risco had a relevant interest in approximately 25.1% of Tap Oil Shares. As at the Last Practicable Trading Date, Risco's relevant interest had not increased due to any acceptances under the Offer. See Sections 1 and 5 of the Bidder's Statement and Section 6.2 of the Target's Statement for further information on the Risco Group.
5. Did Tap Oil have knowledge of Risco's intention to make its Offer?	No. Risco did not inform Tap Oil of its intention to make the Offer prior to lodgment of Risco's Bidder's Statement with ASX and ASIC on 2 May 2018. The Offer was not solicited by Tap Oil.
6. What is the Non-Affiliated Directors' recommendation?	The Non-Affiliated Directors unanimously recommend that you REJECT the Offer for the reasons explained in Section 1. To follow the Non-Affiliated Directors' recommendation that you REJECT the Offer, you should simply DO NOTHING. If there is a change in the Non-Affiliated Directors' recommendation or there are any material developments in relation to the Offer, the Non-Affiliated Directors will make appropriate supplementary disclosure.
7. Is an Independent Expert's Report being prepared?	Tap Oil has appointed an Independent Expert, BDO, to prepare an Independent Expert's Report assessing the Offer, and to provide an opinion on whether the Offer is fair and reasonable to Tap Oil Shareholders. The Independent Expert's Report will be made available to Tap Oil Shareholders in a supplementary Target's Statement as soon as possible after the report has been finalised.

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Question	Answer
8. Does the Offer extend to Performance Rights or Retention Rights?	No. The Offer is expressed, however, to extend to any Tap Oil Shares issued upon the vesting of any such rights (being rights that were on issue prior to the announcement date of the Offer on 2 May 2018) prior to the close of the Offer. The impact of the Offer on Tap Performance Rights and Tap Retention Rights is set out in Section 5.8 of this Target's Statement. As at the Approval Date, there are 10,520,362 Performance Rights and 1,024,544 Retention Rights on issue. Refer to Section 3.2 of the Bidder's Statement for more information.
9. What action can I take?	As a Tap Oil Shareholder, you have three options available: 1 DO NOTHING. If you agree with the Non-Affiliated Directors' recommendation to REJECT the Offer, then you should simply do nothing; 2 SELL your shares on ASX (unless you have already accepted the Offer); or 3 ACCEPT the Offer. You should be aware that, if you accept the Offer, you will not benefit if the price offered for your Tap Oil Shares is subsequently increased. You should note that brokerage or other fees may be payable upon acceptance of the Offer. See Question 25 below for more information. If you are in any doubt as to what to do, the Non-Affiliated Directors recommend that you consult with your investment, financial, taxation or other professional adviser.
10. How do I REJECT the Offer?	To REJECT the Offer, simply DO NOTHING. If you wish to REJECT the Offer, do not respond to any calls or correspondence from or made on behalf of Risco.
11. How do I ACCEPT the Offer?	You should follow the instructions in the Bidder's Statement if you wish to accept the Offer. You should note that brokerage or other fees may be payable upon acceptance of the Offer. See Question 25 below for more information.
12. When do I have to decide? How long will the Offer remain open?	If you wish to accept the Offer you need to do so before its scheduled closing date. Risco has stated that its Offer is scheduled to close at the end of ASX trading (approximately 2.00pm Perth time) on 18 June 2018, unless it is extended or withdrawn. The Offer may only be withdrawn in limited circumstances. These are described in Section 5.5.
13. If I accept the Offer now, can I withdraw my acceptance?	Once you have accepted the Offer, you will be legally bound to sell those Tap Oil Shares and you cannot later withdraw your acceptance.
14. What happens if I accept the Offer now and the Offer Price is increased?	If you accept the Offer now, you will not benefit if the Offer Price is subsequently increased.

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Question	Answer
15. What if there is a competing offer?	If a competing offer for Tap Oil emerges, Tap Oil Shareholders will be informed through an announcement to ASX. If you have already accepted the Offer at the time any competing offer emerges, you will be unable to accept the competing offer.
16. Can Risco vary the Offer?	Risco can only vary the Offer in certain circumstances. These are described in Section 5.4.
17. Can Risco withdraw the Offer?	Risco can only withdraw the Offer in limited circumstances. These are described in Section 5.5. Risco cannot withdraw its Offer in respect of Shares which have been accepted into the Offer.
18. Can I be forced to sell my Tap Oil Shares?	You cannot be forced to sell your Tap Oil Shares unless Risco and its associates acquire a relevant interest in at least 90% of all Tap Oil Shares, and at least 75% of the Tap Oil Shares the subject of the Offer accept into the Risco Offer, in which case it is entitled to compulsorily acquire the remaining Tap Oil Shares under the Corporations Act (see Section 4.2 of the Bidder's Statement for more information). Risco's intentions with respect to compulsory acquisition are set out in Section 4.2 of the Bidder's Statement. However, as Mr Chatchai Yenbamroong and Northern Gulf (who collectively hold approximately 25.5% of Tap Oil) have advised Tap Oil that they intend to REJECT the Offer in respect of their Shares at the current offer price of $0.070 per Tap share, Risco will not be able to proceed to compulsory acquisition under the current Offer terms.
19. During the Offer Period, can I sell my Tap Oil Shares on ASX?	Yes. During the period of the Offer, you may sell your Tap Oil Shares on ASX to third parties other than Risco, provided that you have not accepted the Offer.
20. What do the Non-Affiliated Directors intend to do with their Tap Oil Shares?	Each Non-Affiliated Director does not currently own or control any Tap Oil Shares and therefore makes no statement in respect of shareholdings in Tap Oil. Northern Gulf and Mr Chatchai Yenbamroong (who collectively hold approximately 25.5% of Tap Oil), have advised Tap Oil that they intend to REJECT the Offer in respect of their combined 25.5% shareholding in Tap Oil at the current Offer Price.
21. What are Risco's intentions?	Risco's intentions are set out in Section 4 of the Bidder's Statement. Risco's intentions will depend upon the level of acceptances received to the Offer and the extent of Board control that might result. Risco has indicated that it intends to conduct a review of the operations, assets, structure and employees of Tap Oil, and depending on the level of its shareholding at the end of the Offer Period, may proceed with compulsory acquisition and delisting of Tap Oil from ASX. Risco has also confirmed to the Independent Board Committee that following the conclusion of the strategic review, it expects Tap Oil to engage in a simple, lower risk, moderate return strategy targeting value maximisation at the Manora Oil Field and monetisation of the Australian portfolio.

Question	Answer
22. Can I buy Tap Oil Shares during the Offer Period?	Yes. Notwithstanding the Offer, you can still continue to buy Tap Oil Shares as you normally would through the ASX during the Offer Period.
23. What are the tax implications of accepting the Offer?	A general outline of the tax implications of accepting the Offer for certain Australian resident Tap Oil Shareholders is set out in Section 6 of the Bidder's Statement. You should not rely on that outline as advice on your own affairs. It does not deal with the position of all Tap Oil Shareholders. It also does not take into account the particular circumstances of each Tap Oil Shareholder. You should therefore seek your own professional financial and taxation advice before making a decision as to whether or not to accept the Offer for your Tap Oil Shares. You may, for example, be liable for Australian capital gains tax.
24. When will I be paid if I accept the Offer?	The usual ASX rules for settlement of on-market transactions will apply to the Offer. This means that if you accept the Offer, Risco will pay you on a T+2 basis (being the second trading day after the date of your acceptance).
25. Will I need to pay brokerage or stamp duty if I accept the Offer?	As the Offer is an on-market takeover offer, Shareholders may only accept the Offer through Brokers or Controlling Participants who are members of ASX. You should ask your Broker or Controlling Participant if any fees or charges will apply. Any fees or other charges of such Brokers or Controlling Participants will be your responsibility, as the accepting Tap Oil Shareholder. Risco will bear its own brokerage, if any, on transfers of Tap Oil Shares acquired through acceptances of the Offer. No stamp duty or GST will be payable by you on the transfer of your Tap Oil Shares pursuant to the Offer (other than GST payable to your Broker in respect of brokerage fees charged to you).
26. Who should I call if I have questions?	You can contact Tap Oil's Company Secretary on +61 8 9485 1000 between 9.00am and 5.00pm Monday to Friday (Perth time), or you can speak to your financial or other professional adviser.

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4. NON-AFFILIATED DIRECTORS' REVIEW OF THE OFFER AND RECOMMENDATION

4.1. Non-Affiliated Directors' recommendation

The Non-Affiliated Directors believe that the Offer Price of $0.070 per Share undervalues your Tap Oil Shares. Accordingly, the Non-Affiliated Directors unanimously recommend that you REJECT the Offer**.**

The reasons for the Non-Affiliated Directors' recommendation are set out in Section 1 above.

(a) Directors' personal intentions

The number of marketable securities of Tap Oil in which each Director has a relevant interest as at the Approval Date is set out below:

Name	Position	Number of Tap Oil Shares
Chris Newton	Non-Executive Chairman	Nil
Govert van Ek	Non-Executive Director	Nil
Kamarudin Baba	Non-Executive Director	Nil
Damon Neaves	Non-Executive Director	Nil

For the purposes of this Target's Statement, the Non-Affiliated Directors of Tap Oil are the Directors of Tap Oil that are not associated with any member of the Risco Group, being Damon Neaves, Govert van Ek and Kamarudin Baba.

No Director of Tap Oil has an interest in any Performance Rights or Retention Rights.

Given the Non-Affiliated Directors do not hold or control any Tap Oil Shares they make no recommendation in respect of their personal intention to accept or otherwise.

Mr Kamrudin Baba is a nominee director on the Board of Tap Oil of a substantial shareholder in Tap Oil, Northern Gulf and Mr Chatchai Yenbamroong. Given his position, Kamrudin Baba declined to be appointed to the Independent Board Committee and was not involved in the preparation of this Target's Statement. Mr Baba was however involved in the review of the Target's Statement once the Target's Statement was provided to the full Board for approval and determined to make the recommendation to REJECT as a Non-Affiliated Director.

(b) No recommendation

Chris Newton, in his capacity as a Director of Tap Oil, makes no recommendation to Tap Oil Shareholders in relation to the Offer due to his interests in the Risco Group. Chris Newton is a consultant to Risco and nominee director of Risco on the Board of Tap Oil.

Given his interest in Risco, Mr Newton has not been involved in the preparation or authorisation of this Target's Statement in response to the Risco Offer. For the avoidance of doubt, Mr Newton has only consented to statements directly attributable to him personally in this Target's Statement, being the matters referred to above in respect of his recommendation to Tap Oil Shareholders.

4.2. Other considerations

(a) Preparation of an Independent Expert's Report

On 14 May 2018, the Independent Board Committee appointed an Independent Expert (BDO), to prepare an Independent Expert's Report opining on whether the Offer is fair and reasonable to Tap Oil Shareholders. It will also include a valuation range for Tap Oil Shares on a controlling interest basis.

The Independent Expert's Report will be made available to Tap Oil Shareholders in a supplementary Target's Statement as soon as possible after the report has been finalised.

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As part of the preparation of the Independent Expert's Report, BDO has engaged a Technical Specialist (RISC) to prepare a Technical Specialist's Report for inclusion in the Independent Expert's Report. The Technical Specialist's Report will provide detailed information about Tap Oil's assets, including valuations of its exploration assets.

The Independent Expert's Report is an important document that will contain information relevant to your decision in relation to the Offer. The Non-Affiliated Directors encourage you to consider the Independent Expert's Report as part of your assessment of the Offer.

(b) Effect of acceptance

If you accept the Offer, you will forfeit the opportunity to benefit from any increase to the Offer Price. Once you have accepted the Offer, you will be legally bound to sell those Tap Oil Shares to Risco at $0.070 and you cannot later withdraw your acceptance.

(c) Minority ownership consequences

If control of Tap Oil passes to Risco, Tap Oil Shareholders who do not accept the Offer will become minority shareholders in Tap Oil with respect to Risco's position as a controlling shareholder. If this occurs, there may be additional factors that need to be considered, alongside the Non-Affiliated Directors' recommendation.

These factors may include:

- The number of Tap Oil Shares traded on ASX could be significantly reduced. Tap Oil Shares not accepted into the Offer could become an illiquid and infrequently traded share and, as such, the ASX market price may no longer be a reliable indicator of value.
- Risco may be in a position to control the composition of senior management and the strategic direction of Tap Oil and its subsidiaries. This would be effected through control of the Board. Risco has stated, in Section 4.3 of the Bidder's Statement, that it intends to seek the appointment of its nominees to the Board in such proportion as at least equates to Risco's proportionate shareholding in Tap Oil.
- Risco may be in a position to pass special resolutions at meetings of Tap Oil Shareholders. This will enable Risco to, among other things, change Tap Oil's Constitution. However, given Mr Chatchai Yenbamroong's and Northern Gulf's stated position to REJECT the current terms of the Offer, such an outcome is unlikely.
- Risco may be in a position to arrange for Tap Oil to be removed from the official list of the ASX.

You should also read Section 4.2 of the Bidder's Statement which describes Risco's intentions in the event that it acquires control of Tap Oil.

4.3. Reasons why you may decide to accept the offer

Although the Non-Affiliated Directors unanimously recommend that Tap Oil Shareholders **REJECT** the Offer, Shareholders should consider their individual circumstances in determining whether to accept the Offer.

Some of the reasons why you may consider accepting the Offer include:

(a) you may disagree with the recommendation of the Non-Affiliated Directors;

(b) you may consider that the price of Tap Oil Shares may decline in the absence of the Offer;

(c) the Offer is the only offer presently available for your Tap Oil Shares and represents a liquidity opportunity for you to sell your Tap Oil Shares for the Offer Price; and

(d) you may consider that by accepting the Offer, you will no longer be exposed to risks associated with being an investor in Tap Oil Shares, including:

- risks associated with oil and gas price fluctuations;
- operating, exploration and development risks;
- changes to estimates or opinions of oil or gas Reserves;
- financing risks, including changes to exploration and production plans due to cash flow

changes, or access to equity or debt funding on commercially acceptable terms;

- regulatory, environmental, health and safety or litigation risks; and
- general risks associated with the sharemarket and any impact on the trading price of Tap Oil Shares.

Refer to Section 6.9 for further details of risks relating to Tap Oil, its business and assets.

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5. KEY FEATURES OF THE OFFER

On 2 May 2018, Risco served Tap Oil with a copy of Risco's Bidder's Statement, which contains its Offer.

5.1 The Offer

Risco is offering to acquire all of your Tap Oil Shares. Risco has appointed Morgans Financial Limited, ABN 49 010 669 726 (**Morgans**) to acquire Tap Oil Shares on-market at the Offer Price.

The Offer is unconditional.

5.2 Offer price

Risco is offering $0.070 for every Tap Oil Share that you hold.

5.3 Offer period and acceptance

The Offer is open for acceptance from 2 May 2018 until the close of ASX trading (approximately 2.00pm Perth time) on 18 June 2018, unless it is withdrawn or the Offer Period is extended in accordance with the Corporations Act (see Sections 5.4 and 5.5 below).

As the Offer is an on-market takeover offer, Risco has instructed its broker Morgans to stand in the market and purchase shares at $0.070 per Tap Oil Share since 2 May 2018. If you choose to accept the Offer, then your acceptance must be received by Morgans before the end of the Offer Period.

5.4 Variation of the Offer

Pursuant to the Corporations Act, Risco may announce an extension to the Offer Period, or an increase in the Offer Price, at any time up until five trading days before the end of the Offer Period.

An extension to the Offer Period may only be announced during those last five trading days of the Offer Period in limited circumstances prescribed by the Corporations Act, in particular if another person makes an offer under a takeover bid for Tap Oil Shares.

There will be an automatic extension of the Offer Period if Risco's voting power in Tap Oil reaches more than 50% in the last seven days of the Offer Period. In that event, the Offer Period will then end 14 days after Risco's voting power first increases to more than 50%.

5.5 Withdrawal of the Offer

In accordance with the Corporations Act, Risco may withdraw the Offer in respect of any unaccepted Offers in three circumstances:

(a) Risco may seek the written consent of ASIC to such withdrawal. ASIC may provide its consent subject to conditions;

(b) If one of the following events occur during the Offer Period, and Risco's voting power in Tap Oil is at or below 50%:

- Tap Oil converts all or any of its shares into a larger or smaller number of shares;
- Tap Oil or a subsidiary resolves to reduce its share capital in any way;
- Tap Oil or a subsidiary enters into a buy-back agreement or resolves to approve the terms of a buy-back agreement;
- Tap Oil or a subsidiary issues shares, or grants an option over its shares, or agrees to make such an issue or grant such an option;
- Tap Oil or a subsidiary issues, or agrees to issue, convertible notes;
- Tap Oil or a subsidiary disposes, or agrees to dispose, of the whole, or a substantial part, of its business or property;
- Tap Oil or a subsidiary grants, or agrees to grant, a security interest in the whole, or a substantial part, of its business or property; or

- Tap Oil or a subsidiary resolves to be wound up;

(c) If any of the following events occur during the Offer Period (regardless of Risco's voting power at the time):

- a liquidator or provisional liquidator of Tap Oil or of a subsidiary is appointed;
- a court makes an order for the winding up of Tap Oil or of a subsidiary;
- an administrator of Tap Oil, or of a subsidiary, is appointed under sections 436A, 436B or 436C of the Corporations Act;
- Tap Oil or a subsidiary executes a deed of company arrangement; or
- a receiver, or a receiver and manager, is appointed in relation to the whole, or a substantial part, of the property of Tap Oil or of a subsidiary.

Any withdrawal of the Offer must be announced to ASX.

5.6 Effect of acceptance and any subsequent increase in Offer price

Once made, an acceptance of the Offer cannot be withdrawn. If you accept the Offer and Risco subsequently improves the Offer Price, you will not be entitled to the benefit of that improved Offer Price. Similarly, if you accept the Offer, you will forfeit the opportunity to benefit from any superior offer made by another bidder for your Tap Oil Shares, if that offer were to eventuate.

5.7 Compulsory acquisition

(a) Compulsory acquisition following the Offer

Risco states in its Bidder's Statement that if it becomes entitled to proceed to compulsorily acquire outstanding Tap Oil Shares at the end of the Offer Period under Part 6A.1 of the Corporations Act, it intends to do so.

If you choose to reject the Offer, you will only have your Tap Oil Shares compulsorily acquired if, by the end of the Offer Period:

- Risco and its associates increase their ownership from approximately 25.1% as at the Approval Date to at least 90%; and
- Risco and its associates acquire at least 274 million more Tap Oil Shares under the current Offer, being at least 75% (by number) of the Tap Oil Shares bid for under the Offer.

In this regard, Tap Oil's second largest Shareholder, Mr Chatchai Yenbamroong (who holds approximately 25.5% of Tap Oil Shares both directly and through Northern Gulf), and Northern Gulf have advised Tap Oil that they intend to **REJECT** the Offer in respect of their 25.5% relevant interest in the shares of Tap Oil at the current Offer Price. Therefore, it will be impossible for Risco to proceed to compulsory acquisition under the current Offer terms.

(b) Future compulsory acquisition by Risco

Even if Risco does not satisfy the compulsory acquisition threshold referred to in Section 5.7(a) of this Target's Statement, it is possible that Risco will, at some time after the end of the Offer Period, become the beneficial owner of 90% of the Tap Oil Shares. Risco would then have rights to compulsorily acquire Tap Oil Shares not owned by it within six months of being the holder of 90%. The price for compulsory acquisition under this procedure would have to be considered in a report of an independent expert at the relevant time.

(c) Challenging compulsory acquisition

Tap Oil Shareholders have statutory rights to challenge any compulsory acquisition. However, a successful challenge will require the relevant Tap Oil Shareholders to establish to the satisfaction of a court that the

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terms of the Offer do not represent *fair value* for the Tap Oil Shares. If Tap Oil Shares are compulsorily acquired, Tap Oil Shareholders who have their Tap Oil Shares compulsorily acquired are not likely to receive payment for their Shares until at least one month after the compulsory acquisition notices are dispatched to them.

5.8 Effect of the Offer on Performance Rights and Retention Rights

The Tap Oil Share Rights Plan (**Plan**) is Tap Oil's current share-based payment incentive scheme. The Plan was most recently approved by Tap Oil Shareholders on 27 May 2016.

Under the Plan, Tap Oil makes incentive awards to employees and executives in the form of rights to Tap Oil Shares (**Performance Rights**) which have a vesting timeframe of three years. The number of rights that vest will be based on Tap Oil's performance over the same three years.

In January 2017, Tap Oil's Board adopted a revised performance benchmark for vesting Performance Rights. Vesting of up to 100% of the Performance Rights depends upon Tap Oil's relative total shareholder return (**RTSR**). The RTSR performance hurdles required to achieve increasing levels of vesting are set by the Board to apply from 1 January of the relevant year.

Under the Plan, Tap Oil also issues Retention Rights to employees upon or as soon as practical after commencement of employment. Retention Rights vest if the employee remains employed by Tap Oil for 3 years.

In summary the Offer will have the following consequences on Performance Rights and Retention Rights:

- If Risco acquires a relevant interest in 90% or more of the Tap Oil Shares and is entitled to proceed with compulsory acquisition of the remaining Shares under the Corporations Act, Risco may proceed with compulsory acquisition of the outstanding Performance Rights and Retention Rights in accordance with Chapter 6A of the Corporations Act, to the extent that those they not vested; and
- If Risco fails to acquire a relevant interest in 90% or more of the Tap Oil Shares and is not entitled to proceed compulsory acquisition, the Performance Rights and Retention Rights shall continue to operate and vest as normal, subject to any change of control conditions set out in the Plan (that is, in the event a bidder acquires a relevant interest in 50.1% of Tap Oi Shares and the bid is unconditional, the Board may, in its absolute discretion, determine that all or a specified number of unvested rights vest).

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6. IMPORTANT INFORMATION FOR SHAREHOLDERS TO CONSIDER

6.1 Information about Risco

The information set out in this section of the Target's Statement in relation to Risco has been prepared by Tap Oil using publicly available information (principally the Bidder's Statement) and has not been independently verified. Accordingly, Tap Oil does not, subject to the Corporations Act, make any representation or warranty, express or implied, as to the accuracy or completeness of such information. Further information on Risco can be found in Sections 1 and 5 of the Bidder's Statement.

6.2 Overview of Risco

(a) Risco

Risco is an energy investment vehicle incorporated in the British Virgin Islands and managed by Tom Soulsby, a former Non-Executive Director of Tap Oil, and Chris Newton, the current Chairman of Tap Oil.

The Risco Group of companies was founded by Mr Soulsby and Mr Newton in 2010, and it now focuses on investment opportunities in the oil and gas sector in Southeast Asia. Tap Oil's Chairman, Mr Chris Newton, has disclosed that he has a non-controlling beneficial interest in an entity which is a shareholder with an interest of less than 20% in Risco.

The Risco Group has two active investments in Asia via Australian listed companies – Tap Oil and Lion Energy Limited.

(b) Suncastle Equities Inc.

Suncastle currently holds 68.01% of the shares in Risco and therefore controls Risco and has voting power in Tap Oil equal to Risco's voting power and relevant interests in Risco's Tap Oil Shares.

Suncastle is an investment vehicle incorporated in the British Virgin Islands and beneficially owned by a number of individual investors, including a Mr Dany Subrata and a Mr Kindarto Kohar. Risco has previously disclosed to Tap Oil in response to beneficial holder notices issued under Part 6C.2 of the Corporations Act that Mr Subrata is a person who issues instructions in relation to Risco's shareholding in Tap Oil.

As at 2 May 2018 and based on Section 3.6 of the Bidder's Statement, the Risco Group holds 106,963,925 Tap Oil Shares comprising aggregate voting power of approximately 25.1% of Tap Oil Shares through Risco and Suncastle.

(c) Risco's funding arrangements related to the Offer

Risco has obtained a loan facility from Suncastle to pay consideration for the acquisition of Tap Oil Shares to which the Offer relates. Risco has stated that this consideration will be satisfied wholly in cash, and if the Offer is accepted in respect of all Tap Oil Shares not held by Risco, will be approximately $23.2 million (assuming all Performance Rights and Retention Rights are converted during the Offer Period).

In its Bidder's Statement, Risco states that, in connection with the Offer, Mr Soulsby has entered into a cooperation deed with Suncastle under which he has agreed to provide funding to Suncastle to assist it in being able to provide funding for Risco for the purpose of Risco acquiring all of the shares not already owned by Risco under the Offer. The Bidder's Statement does not include any details of the cooperation deed, although Risco has subsequently disclosed the terms of that deed in a substantial shareholding notice lodged in relation to Tap Oil on 3 May 2018. The Bidder's Statement does not disclose any details regarding Mr Soulsby's financial capacity to provide any funding to Suncastle in order to assist Suncastle in making available funding to Risco.

Further Tap Oil notes that, as at the Approval Date, the loan facility to be made available by Suncastle is repayable on demand at any time after 23 July 2018. No details have been provided in Risco's Bidder's Statement regarding Risco's financial capacity to repay any amounts advanced under the Suncastle loan facility. In the absence of Risco providing further information to demonstrate its financial capacity to repay

any amounts advanced under such a loan facility, Tap Oil Shareholders should be aware that there is a risk that Risco may default in its obligations under this loan facility which may have implications for its shareholding in Tap Oil.

Further details on the loan arrangement between Risco and Suncastle are set out in Section 5.2 of the Bidder's Statement.

(d) Risco's intentions in respect of Tap Oil

Risco's intentions are set out in Section 4 of the Bidder's Statement.

Risco has also confirmed to the Independent Board Committee that following the conclusion of the strategic review, it expects Tap Oil to engage in a simple, lower risk, moderate return strategy targeting value maximisation at the Manora Oil Field and monetisation of the Australian portfolio.

Risco's intentions will depend upon the level of acceptances received to the Offer and the extent of Board control that might result. Tap Oil Shareholders should carefully consider these intentions when deciding whether to accept the Offer (noting that these are statements of current intention only and may change).

In summary, Risco has indicated that it intends to conduct a review of the operations, assets, structure and employees of Tap Oil, and depending on the level of its shareholding at the end of the Offer Period, may proceed with compulsory acquisition and delisting of Tap Oil from ASX.

6.3 Overview of Tap Oil

(a) Overview

Tap Oil is an ASX-listed oil and gas exploration and production company with a focus on South East Asia and Australia.

Tap Oil's key asset is its 30% joint venture interest in the Manora Oil Field in the Gulf of Thailand. In Q1 2018, average daily production at the Manora Oil Field was approximately 2,100 bopd (Tap share).

In addition to its interest in Manora, Tap Oil also has a portfolio of exploration interests across Western Australia and Myanmar.

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(b) Permit overview

Permit	Region	Acreage km^2	Interest
G1/48	Gulf of Thailand	4,246	30.00%
M-7	Myanmar	13,372	95.00%
TL/2	Aust NWS - North Carnarvon	399	10.00%
TP/7	Aust NWS - North Carnarvon	719	12.47%
WA-22-L & WA-25-L (Woollybutt)[5]	Aust NWS - North Carnarvon	398	15.00%
WA-33-R	Aust NWS - North Carnarvon	319	22.47%
WA-34-R	Aust N Bonaparte	416	12.00%
WA-72-R	Aust NWS - North Carnarvon	159	20.00%
WA-290-P	Aust NWS - North Carnarvon	319	10.00%
WA-49-R[6]	Aust NWS - North Carnarvon	159	10.00%
WA-515-P	Aust NWS - North Carnarvon	485	100%
WA-516-P	Aust NWS - North Carnarvon	159	100%

[5] WA-25-L ceased production in 2012 and the joint venture partners continue to plan for the decommissioning of the field.

[6] Tap Oil has formally withdrawn from the WA-49-R Retention Lease, subject to NOPTA approval.

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(c) Reserves and Resources statement

Set out below is an extract from Tap Oil's Reserve & Resources Statement as set out in Tap Oil's most recent Annual Report released on the ASX on 5 April 2018. The applicable Qualified Petroleum Reserves and Resources Evaluator Statement is set out in the Annual Report and available for review by Tap Oil Shareholders on the ASX website at www.asx.com.au or the Tap Oil website at www.tapoil.com.au.

Tap Oil confirms that it is not aware of any new information or data that materially affects the information included in the 5 April 2018 ASX announcement and that all material assumptions and technical parameters underpinning the estimates in the relevant market announcement continue to apply and have not materially changed.

The following summarises Tap's Proved Reserves (1P), Proved plus Probable Reserves (2P) and Contingent Resources (2C) estimates as of the evaluation date of 31 December 2017. Unless otherwise stated, all estimates are quoted as net Tap share.

Reserves as at 31 December 2017 – Summary (MMbbl)		
Thailand	**Proved Oil (1P)**	**Proved and Probable Oil (2P)**
Developed	1.09	1.71
Undeveloped	0.36	0.50
Total	**1.45**	**2.21**

Reserves as at 31 December 2017 – Reconciliation (MMbbl)		
Thailand	**Proved Oil (1P)**	**Proved and Probable Oil (2P)**
Reserves at 31 December 2016	2.01	2.83
Revisions & reclassifications	0.23	0.17
Production	(0.79)	(0.79)
Total	**1.45**	**2.21**

Reserves
A revision to the 1P and 2P Reserves is due to a reclassification from 2C Contingent Resources following drilling and completion of wells MNA-15 and MNA-16 and improved field performance.
Probabilistic methods have been used to evaluate Reserves. Reserves are not adjusted for risk.

2C Contingent Resources as at 31 December 2017 – Summary			
	Oil (MMbbl)	**Gas (PJ)**	**Condensate (MMbbl)**
Thailand	0.5	-	-
Australia	0.9	128.8	0.4
Total	**1.4**	**128.8**	**0.4**

2C Contingent Resources as at 31 December 2017 – By Field				
	Tap interest	**Oil (MMbbl)**	**Gas (PJ)**	**Condensate (MMbbl)**
Thailand	30%	0.5	-	-
Maitland	22.47%	-	34.8	0.3
Tallanganda	20%	-	48.8	0.1
P & R	12%	-	45.3	-
Total		**1.4**	**128.8**	**0.4**

2C Contingent Resources as at 31 December 2017 – Reconciliation			
	Oil (MMbbl)	**Gas (PJ)**	**Condensate (MMbbl)**
Resources at 31 December 2016	3.0	206.2	0.8
Conversion to Reserves	(0.04)	0.0	0.0
Revisions	(0.13)	(13.6)	(0.1)
Extensions & Discoveries	0.02	0.0	0.0
Acquisition & Divestments	(1.4)	(63.8)	(0.3)
Total	**1.4**	**128.8**	**0.4**

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(d) Status of projects

Thailand - Manora Oil Field

Tap Oil has a 30% direct interest in the Manora oil field located in the G1/48 concession in the Gulf of Thailand. Mubadala Petroleum (Thailand) Ltd operates the concession and the field. FID was achieved on the Manora Oil Field on 23 July 2012 and production commenced on 11 November 2014 with the first lifting on 25 December 2014.

The commencement of production at the Manora Oil Field marked a significant milestone for Tap Oil and returned the Company to a mid-tier producer following a two year hiatus. Development drilling was completed at the end of March 2015 and the rig moved off location during April 2015.

At the end of 2017, the Manora field had 11 out of 12 possible production wells producing and 4 water injection wells in operation. There were 10 cargo liftings during 2017. In May 2017, the Joint Venture partners executed a new offtake agreement for the sale of crude from the Manora oil field, priced at a premium of US$1.40 per barrel to the Dubai US$ crude oil price. In early 2018, the offtake agreement was extended to 31 December 2018, with an increase in the premium to US$2.00 per barrel to the Dubai US$ crude oil price.

The Manora-8 exploration well is expected to spud on or about 20 May 2018 and take approximately 11 days to reach total depth. Tap expects to receive the preliminary results of the Manora-8 well in early June 2018.

Western Australia

WA-290-P/WA-49-R (Tap Oil interest 10%)

WA-290-P is an exploration permit in the offshore Carnarvon Basin, Western Australia. In early 2011, the joint venture drilled the Zola discovery and in August 2012, a retention lease, WA-49-R, was granted over the Zola and Antiope discoveries for a period of five years. The lease area covers two graticular blocks.

In July 2013, the joint venture confirmed a gas discovery at Bianchi-1 with 112 metres of natural gas net pay in the Mungaroo Formation reservoir sandstones. The well was drilled to a total depth of 5,429 metres and was plugged and abandoned as planned.

The NOPTA have approved a six month suspension of the permit year 3 work program commitment and a corresponding six month extension of the permit term. Accordingly, permit year 3 will end on 21 August 2018.

The Bianchi 3D Seismic survey acquired in 2016 is being processed by DownUnder GeoSolutions. Completion of the processing is expected mid May 2018, with delivery to joint venture partners in late May 2018.

Tap Oil has executed a Deed of Assignment and Assumption (DOAA) in relation to its 10% interest in WA-49-R. NOPTA have advised by letter dated 7 May 2018 that they are prepared to renew petroleum retention lease WA49-R and Tap Oil has been advised that the DOAA will be processed following acceptance of the renewal by the joint venture parties.

WA-515-P/WA-516-P (Tap Oil interest 100%)

Tap Oil was awarded 100% of blocks W14-7 (now permit WA-515-P) and W14-16 (now permit WA-516-P) offered under the 2014 Offshore Petroleum Exploration Acreage Release. WA-515-P and WA-516-P are located in the northern Carnarvon Basin in shallow water. On 16 February 2018, NOPTA approved a suspension and extension application lodged by Tap Oil, such that the year 3 permit term will now end on 5 September 2018.

TL/2/TP/7 (Tap Oil interest 10% and 12.47% respectively)

The TL/2 production license and TP/7 exploration permit are located in shallow water in the offshore Carnarvon Basin approximately 40 kilometres north-northeast of Onslow, Western Australia.

The Taunton oil field was discovered in 1991 and straddles the TL/2 and TP/7 permit boundaries.

WA-33-R (Tap Oil interest 22.474%)

WA-33-R is operated by Quadrant Energy Ltd and contains the Maitland gas discovery, which is approximately 12 kilometres from the John Brookes platform and approximately 17 kilometres from the East Spar gas line.

WA-34-R (Tap Oil interest 12%)

WA-34-R is a retention lease in the offshore Bonaparte Basin, Western Australia. The retention lease contains the Prometheus/Rubicon gas fields and covers 418 km^2. Tap Oil estimates a 2C contingent Resource net to Tap Oil of 40.2 BCF (45 PJ).[7] The operator plans to undertake engineering studies during 2018 focusing on assessing low cost tie-in options to the Ichthys pipeline, which crosses through WA-34-R.

Myanmar

On 26 August 2015 Tap Oil formalised its entry into Myanmar following the signing of the Production Sharing Contract for the shallow water Block M-7 in the Moattama Basin.[8]

Tap Oil holds a 95% participating interest in the M-7 Block and has assumed operatorship.

Tap Oil has continued to explore options to withdraw from the production sharing contract and its remaining obligations under its terms for Block M-7. The Government of Myanmar has requested Tap Oil provide a performance bank guarantee of US$200,000 as required under the terms of the production sharing contract.

During the March 2018 quarter, Tap Oil submitted a draft performance guarantee to Myanmar Oil & Gas Enterprise (**MOGE**) for approval. MOGE subsequently confirmed the proposed performance guarantee was acceptable, although the process is yet to be completed.

6.4 Board and key management

(a) Chris Newton, Non-Executive Chairman

Chris Newton is Risco's nominee on the Board of Tap Oil. Chris has had a 39 year career in oil and gas covering the spectrum of the industry – from exploration, development, production and petroleum economics to strategic planning, business development and senior leadership. Chris has spent more than 25 years in leadership and senior Resource industry roles in South East Asia. Mr Newton's roles included Managing Director for Fletcher Challenge Petroleum in Brunei, President and GM for Santos in Indonesia and CEO of Indonesian listed Energy Mega Persada. Mr Newton was an active director of the Indonesian Petroleum Association between 2003 to 2008, including serving as President from 2004 to 2007. Mr Newton is an oil and gas adviser to the Jakarta-based Castle Asia Group and an adviser to Northern Oil & Gas Australia. Mr Newton is also a director of Lion Energy Limited.

(b) Govert van Ek, Non-Executive Director

Dr Govert van Ek started his upstream oil and gas career at Shell in 1996 having graduated from The University of Manchester with a Ph.D in total technology. Dr van Ek then worked for a number of investment banks becoming responsible for signing off technical matters for loans in the upstream oil sector. Dr van Ek became Managing Director of a number of upstream E&P companies including Spyker Energy Plc which later sold its Dutch operations to a Barclays bank subsidiary in 2012. He was briefly Sun Resources Managing Director before co-founding a number of successful software technology companies where he remains active.

(c) Kamarudin Baba, Non-Executive Director

[7] ASX Release 22 April 2016.
[8] ASX Release 27 August 2015.

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Mr Kamarudin Baba is Northern Gulf's nominee on the Board of Tap Oil. Mr Baba holds a Bachelor of Laws Degree from the University of London and was also admitted as Associate of The Institute of Chartered Secretaries and Administrators, United Kingdom. Mr Baba was issued a certificate of Legal Practice from the Legal Profession Qualifying Board Malaysia and was admitted to practice as Advocate and Solicitor in the High Court of Malaya, Peninsular Malaysia. Mr Baba has over 30 years' experience as a company secretary, in private legal practice and in-house counsel. Mr Baba is currently the General Counsel of the Northern Gulf Petroleum Group.

(d) Damon Neaves, Non-Executive Director

Mr Damon Neaves has more than 15 years' experience in leadership roles as an oil & gas executive with a particular focus in the Asia Pacific and African regions. Mr Neaves has significant transactional experience in the energy sector leading new ventures /acquisitions and farm-outs and divestments. Mr Neaves also has project management experience in commercialising oil and gas production in the North West Shelf (**NWS**). Mr Neaves is currently working in an advisory role with Finder Exploration, a private company with an extensive NWS portfolio. Prior to that, Mr Neaves was founding director and CEO of an African focused energy company. Between 2003 and 2008, Mr Neaves was Tap's Commercial Manager and Business Development Manager and was involved in several major value-accretive transactions during that period.

(e) Chris Bath, General Manager, CFO and Company Secretary

Mr Chris Bath joined Tap Oil as Chief Financial Officer and Company Secretary in June 2016. Mr Bath is an experienced CFO with over 18 years in senior roles in the energy and Resources sector in Australia and South East Asia including CFO at dual ASX/AIM listed Oilex Ltd, ASX listed Buru Energy Limited, Deputy CFO Asia Pacific for Noble Group based in Singapore, Global Controller for Noble Group's Energy Coal and Carbon Complex Business Unit in Singapore, CFO Indonesia for Noble Group in Jakarta and CFO at JSX listed PT Petrosea Tbk in Jakarta. Mr Bath is a Chartered Accountant and member of the Australian Institute of Company Directors and has a Bachelor of Business (Accounting).

(f) Shannon Coates, Company Secretary

Ms Shannon Coates holds a Bachelor of Laws from Murdoch University and has over 17 years of experience in corporate law and compliance. Ms Coates is a Chartered Secretary and currently acts as Company Secretary to several ASX, JSE and AIM listed companies and unlisted companies, the majority of which operate in the mineral Resources and oil and gas industries, both in Australia and internationally. Ms Coates also acts as Non-Executive Director to ASX listed Mining Group Limited and was recently appointed as Non-Executive Director to ASX listed Artemis Resources Limited, both of which have a gold focus. Ms Coates is Legal and Compliance Counsel to Perth based corporate advisory firm Evolution Capital Partners, which specialises in the provision of corporate services to ASX, JSE and AIM listed companies.

6.5 Material litigation

As at the Approval Date, Tap Oil has no knowledge of, nor any expectation of, any material litigation or dispute. As far as the Independent Board Committee is concerned, no such proceedings are threatened against Tap Oil.

6.6 Historical financial information

The following selected financial information for Tap Oil is extracted from the audited consolidated financial statements of Tap Oil for the financial years ended 31 December 2017 and 31 December 2016.

The financial information presented in the tables below does not represent complete financial statements and should therefore be read in conjunction with the financial statements for the respective periods, including the description of accounting policies contained in those financial statements and the notes to those financial statements.

Tap Oil Shareholders may view complete copies of the audited consolidated financial statements of Tap Oil

for the years ended 31 December 2017 and 31 December 2016. Tap Oil released its quarterly cash flow report and quarterly activities report for the quarter ended 31 March 2018 on 30 April 2018. Copies of these reports and Tap Oil's 2017 and 2016 Annual Report are available on the ASX website at www.asx.com.au or the Tap Oil website at www.tapoil.com.au.

Tap Oil's cash position as at 31 March 2018 was US$13.1 million, including Tap Oil's share of cash held in joint ventures (which at the end of the quarter was US$3.8 million).

So far as known to the Independent Board Committee, the financial position of Tap Oil has not materially changed since 5 April 2018 (the date of release of Tap Oil's last audited financial report) and the Approval Date, except as disclosed in this Target's Statement and in Tap Oil's announcements to ASX since 5 April 2018.

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Statement of Financial Position as at 31 December (US$'000)	31-Dec-16	31-Dec-17
Current assets		
Cash and cash equivalents	6,396	7,753
Trade and other receivables	7,650	6,567
Inventories	5,847	6,255
Current tax assets	90	61
Held for sale assets	-	472
Other current assets	1,786	343
Total current assets	21,769	21,451
Non-current assets		
Property, plant and equipment	54,724	40,837
Exploration and evaluation assets	919	143
Deferred tax assets	16,545	6,056
Other non-current assets	-	-
Total non-current assets	72,188	47,036
Total assets	**93,957**	**68,487**
Current liabilities		
Trade and other payables	12,351	8,000
Current tax liability	-	-
Other financial liabilities	1,742	2,593
Liabilities relating to held for sale assets	-	211
Provisions	984	1,001
Loans and borrowings	8,874	-
Total current liabilities	23,951	11,805
Non-current liabilities		
Provisions	24,244	24,602
Loans and borrowings	-	-
Total non-current liabilities	24,244	24,602
Total liabilities	**48,195**	**36,407**
Net assets	**45,762**	**32,080**
Equity		
Issued capital	141,524	141,624
Share options reserve	3,526	3,526
Share rights reserve	3,180	3,289
Foreign currency translation reserve	55,672	56,885
Cash flow hedge reserve	(1,729)	(2,242)
Profit reserve	72,940	72,940
Retained earnings	(229,351)	(243,942)
Total equity	**45,762**	**32,080**

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6.7 Tap Oil capital structure

As at the Approval Date, Tap Oil has the following securities on issue:

Security	Number
Shares	425,967,534
Performance Rights	10,520,362
Retention Rights	1,024,544

6.8 Substantial Shareholders in Tap Oil

As at the Approval Date and based on documents lodged with ASX, the following persons have substantial shareholdings in Tap Oil:

Name	Number of Tap Oil Shares	% of Tap Oil Shares
Mr Chatchai Yenbamroong[9]	108,793,046	25.5%
Risco[10]	106,963,925	25.1%

6.9 Risks relating to Tap Oil, its business and assets

In considering whether to accept the Offer, Shareholders should be aware of the risks relating to Tap Oil, its business and assets. These risks include those specific to the industry in which Tap Oil operates and general economic conditions which may affect the future operating and financial performance of Tap Oil. Set out below is a summary of some, but not all, of the more material risks Tap Oil believes may impact it and its prospects.

This Section 6.9 does not take into account the investment objectives, financial circumstances, taxation position or particular needs of individual Tap Oil Shareholders and is not exhaustive. Prior to deciding whether to accept the Offer, Tap Oil Shareholders should carefully consider the risk factors in this Section 6.9 and the Bidder's Statement and seek independent professional advice.

(a) Overview

Due to the nature of Tap Oil's business activities and oil and gas exploration and production interests, continuing your investment in Tap Oil carries with it risks reasonably expected of an investment in a business of this type.

By their nature, the current and future activities of Tap Oil, including exploration, appraisal, development and production activities, may be affected by a range of factors, including, but not limited to, those discussed in this Target's Statement. There are a range of specific risks associated with Tap Oil's involvement in the oil and gas exploration and production industry. There are also numerous widespread risks associated with investing in any form of business and with investing in the share market generally. Some of these risks can be mitigated by the use of safeguards and appropriate controls, but some are outside the control of Tap Oil and cannot be mitigated.

(b) Commodity price volatility and supply and demand

Tap Oil's revenue is derived through the sale of oil and gas which exposes the potential income of Tap Oil to commodity price and exchange rate risks. Commodity prices fluctuate and are affected by many factors beyond the control of Tap Oil. Lower price expectations may reduce future margins or the economic

[9] Includes Northern Gulf and each of Northern Gulf's controlled bodies corporate as per the Substantial Shareholder Notice lodged with ASX on 20 March 2018.
[10] Includes Suncastle Equities Inc. as per the Substantial Shareholder Notice lodged with ASX on 20 March 2018.

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viability of projects planned or in development (thereby reducing the size of economically recoverable Reserves).

The risk factors which may impact Tap Oil include global and regional supply and demand and expectations regarding future supply and demand for crude products, the impacts of major development projects within the South East Asian region, the cost of exploring for, developing, producing, processing and marketing crude oil, natural gas and associated products, the ability and willingness of the Organisation of Petroleum Exporting Countries and other producing nations to influence global production levels and prices, the international political environment and any potential hostilities and acts of terrorism in Resource-producing regions, prices and availability of alternative and competing fuels, global and regional economic conditions, unexpected failure in infrastructure, prices and availability of new technology, weather and climate conditions and natural disasters.

(c) Litigation risks

Tap Oil may be exposed to other potential legal and other claims or disputes which could negatively impact Tap Oil's financial performance through damages and reputational harm. Tap Oil may incur costs in making payments to settle litigation claims which may not be adequately covered by insurance or at all. Such payment may have an adverse impact on Tap Oil's profitability and/or financial position.

In the event of a dispute arising in connection with its operations, Tap Oil may be subject to the exclusive jurisdiction of foreign courts or may not be successful in subjecting foreign persons to the jurisdiction of courts in Australia or enforcing Australian judgments in foreign jurisdictions.

(d) Decommissioning activities

Decommissioning costs will be incurred by Tap Oil at the end of the operating life of some of Tap Oil's facilities and properties. Tap Oil assesses its decommissioning provision at each reporting date. The ultimate decommissioning costs are uncertain and cost estimates can vary in response to many factors, including changes to relevant legal requirements, the emergence of new restoration techniques or experience at other production sites. The expected timing, extent and amount of expenditure can also change. Therefore, significant estimates and assumptions are made in determining the provision for decommissioning. As a result, there could be significant adjustments to the provisions established which would affect future financial results.

The provision at 31 December 2017 represents management's best estimate of the present value of the future decommissioning costs required, and comprises a provision for restoration costs related to Manora (US$10.7 million) and Woollybutt (US$14.5 million) (noting Tap Oil has PRRT credits available to offset against the Woollybutt abandonment costs equal to approximately 40% of abandonment expenditure). Refer to the provision for restoration costs per the 2017 Annual Report for further information.

The provision for restoration costs represents the present value of the Directors' best estimate of the future sacrifice of economic benefits that will be required to remove plant and equipment and abandon producing and suspended wells. The unexpired terms used in the present value calculations are various periods up to the year 2024 and relate to the Manora, Woollybutt and Airlie restoration costs.

(e) Funding risks

Tap Oil has a broad portfolio of interests requiring capital expenditure, including future abandonment liabilities as provisioned in Tap Oil's annual financial statements, at a point in time in the future, which cannot be predicted with significant accuracy today. Furthermore, Tap Oil is involved in projects as a non-operator (including the Manora Oil Field) and generally does not have control over the planned capital expenditure pipeline. There is a risk both that Tap Oil will be committed to funding that it has not anticipated, and that it will not be able to secure additional finance either by debt, equity or farm in on economically acceptable terms, or at all. The inability for Tap Oil to meet its obligations as and when they are due could result in reducing its exposure by way of forced reduction in acreage or asset sales, dilution of its production entitlements and/or farm outs on less than ideal terms. This may result in a loss of business

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opportunity, excessive funding costs, forced reduction in acreage or asset sales, dilution of its production entitlements and/or farm outs on less than ideal terms or dilution to existing shareholders if further equity funding is pursued.

Tap Oil's capital requirements depend on numerous factors. Investors should also be aware that there is also a risk that the Manora Oil Field may fail to generate income from its operations in line with Tap Oil's forecast cash flows from that project due to one or more production risks discussed below. Depending on Tap Oil's ability to generate income from its operations (including income from the Manora Oil Field), Tap Oil may require further financing in addition to amounts raised under this equity raising to effectively implement its business strategy over time and to keep its permits in good standing. Any additional equity financing will dilute shareholdings, and debt financing, if available, may involve restrictions on financing and operating activities. If Tap Oil is unable to obtain additional financing as needed, it may be required to reduce the scope of its operations and scale back its exploration programmes as the case may be. There is however no guarantee that Tap Oil will be able to secure any additional funding on favourable terms.

(f) Operating risks

The operations of Tap Oil and the operator of the assets in which it has or may have interests may be affected by various factors, including failure to achieve predicted volumes in exploration and drilling, operational and technical difficulties encountered in drilling, poor data acquisition, difficulties in commissioning and operating plant and equipment, mechanical failure or plant breakdown, unanticipated problems which may affect extraction costs, adverse weather conditions, industrial and environmental accidents, industrial disputes and unexpected shortages or increases in the costs of labour, consumables, spare parts, plant and equipment.

Furthermore, Tap Oil's costs are at risk given the particularly competitive nature of the oil and gas industry and increased regulatory compliance costs.

Tap Oil's assets are susceptible to damage from natural disasters, including but not limited to, earthquakes, cyclones, typhoons, tsunami or volcanic activity.

Tap Oil manages operational risk through a variety of means including selecting suitably experienced qualified joint venture partners and operators, regularly monitoring the performance of operators in accordance with Tap Oil's policies, recruitment and retention of appropriately qualified employees and contractors, establishment and use of a Tap Oil risk management system. In addition, Tap Oil has insurance in place to mitigate many of the risks involved with production, however, in some instances loss of production may be due to circumstances outside the scope of such insurance policies.

(g) Production risks

Actual future production may vary materially from targets and projections of future production for a variety of reasons. In general terms, the less actual production information available for an asset the greater the likelihood that its performance will vary from estimates.

Production risks associated with the marketability and commerciality of oil and gas to be acquired and produced by Tap Oil and the operator of the assets in which it has or may have interests include but are not limited to reservoir characteristics, market fluctuations, the proximity and capacity of oil and gas pipelines and processing equipment, the market price of oil and gas and relevant government regulations. Production decreases or stoppages may also result from fluctuations in permeability and flow rates, the presence of impurities in the extracted product, facility shut-downs, mechanical or technical failures, natural production decline, subsurface complications and other unforeseeable events which are beyond the control of Tap Oil or the operator.

Investors should also be aware that restrictions on the ability of Tap Oil to market Tap Oil's production from the Manora Oil Field may have a material adverse effect on Tap Oil's revenues and financial position.

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(h) Reliance on the Manora Oil Field

Tap Oil's only cash generating asset is the Manora Oil Field and, accordingly, Tap Oil may not be as diversified as other similar sized oil and gas companies.

Potential investors should therefore be aware that any adverse findings, outcomes, investigations or determinations in relation to Tap Oil's interest in the Manora Oil Field may materially and adversely affect Tap Oil's viability due to Tap Oil's limited portfolio of assets.

(i) Joint venture operations

Tap Oil holds its interests in its assets primarily through joint ventures with other parties. The use of joint ventures is common in the oil and gas exploration and production industry and serves as a means to mitigate the risk and associated costs of exploration, production and operational failures. However, failure of agreement or alignment with joint venture partners, or the failure of third party joint venture operators, could have a material effect on Tap Oil's business.

The failure of joint venture partners to meet their funding commitments (primarily by way of cash calls) and to share costs and liabilities may result in increased costs to Tap Oil. Tap Oil is unable to predict the risk of financial failure or default by a joint venture partner to which Tap Oil is or may become a party to in a joint venture.

(j) Contractual relationships and counterparty risks

Tap Oil is or may become party to various contracts, including but not limited to farm in agreements, farm down agreements, sale and purchase agreements for commodities or assets, and joint operating agreements. The ability of Tap Oil to achieve its objectives will depend on the performance by the parties to these contracts of their obligations. If any or all of these parties defaults in the performance of its obligations it may be necessary for Tap Oil to approach a court to seek a legal remedy. Legal action can be costly and there is no guarantee that a legal remedy will be granted on the appropriate terms.

In addition, there is a risk that Tap Oil may, in the future, have general contract or other disputes with its contractual counterparties and other third parties and that this may have an adverse impact on Tap Oil's growth prospects, operating results and financial performance.

The Directors are unable to predict the risk of financial failure or default by a participant in any joint venture to which Tap Oil is, or may become, a party.

(k) Leases and permits

The leases and permits in which Tap Oil has an interest are subject to ongoing obligations to satisfy minimum drilling and expenditure obligations. If these obligations were not satisfied, the relevant lease may expire or be forfeited, which would result in a loss of the Reserves attributable to Tap Oil's interest in that lease.

Oil and gas exploration permits are subject to periodic review and renewal. In particular, there is no guarantee that applications for future exploration permits or production permits will be approved. Government authorities' review, renewal and transfer conditions may include increased expenditure and work commitments or compulsory relinquishment of areas of the permits comprising Tap Oil's projects. The imposition of new conditions or the inability to meet conditions may adversely affect the operations, financial positions and/or performance of Tap Oil.

(l) Licensing

Tap Oil and its joint venture partners require approval from relevant regulatory bodies to operate oil and gas properties in Thailand, Myanmar and Australia and any other countries in which it may operate. If these approvals are revoked in Thailand, Myanmar or Australia or not granted in other countries in which Tap Oil seeks to expand its activities, Tap Oil may be unable to achieve its objectives and this, as a result, could have a material adverse effect on Tap Oil.

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(m) Reserve and Resource estimates

Reserve and Resource estimates are expressions of judgement based on knowledge, experience and industry practice. Estimates which were valid when originally calculated may alter significantly when new information or techniques become available. In addition, by their very nature, Reserve and Resource estimates are imprecise and depend to some extent on interpretations, which may prove to be inaccurate. As further information becomes available through additional fieldwork and analysis, the estimates are likely to change. This may result in alterations to development and drilling plans which may, in turn, adversely affect Tap Oil's operations. Actual recoverable oil and gas Resources will likely vary from Tap Oil's estimates. Investors should be aware that any significant variance may materially affect the quantities and value of these Resources.

(n) Location of assets

A major natural disaster, political unrest or change to the regulatory requirements relevant to oil and gas permits (including the applicable tax or royalty regime) or other similar event within Tap Oil's geographic operational area could adversely affect Tap Oil, especially in relation to Tap Oil's major asset being the Manora Oil Field in Thailand.

(o) Country risks

Tap Oil has assets in Australia, Thailand and Myanmar. Risks associated with operating in various jurisdictions may include but are not limited to, economic, social or political instability or change, hyperinflation, currency non-convertibility or instability and changes of law or regulation, government participation, taxation, working conditions, rates of exchange, exchange control, exploration licensing, export duties, repatriation of income or return of capital, environmental protection, labour relations as well as government control over natural Resources or government regulations that require the employment of local staff or contractors or require other benefits to be provided to local residents and other risks arising out of foreign governmental sovereignty over the areas in which Tap Oil's operations are conducted, as well as risks of loss due to civil strife, acts of war, terrorism, guerrilla activities and insurrections.

In particular, the laws and government policy associated with Tap Oil's interests in Thailand and Myanmar (including laws relating to foreign ownership and oil & gas exploration and production operations) may change from time to time, with any such changes potentially materially affecting Tap Oil's operations and interests in those jurisdictions. The legal systems operating in Thailand and Myanmar may be less developed than in more established countries, which may result in political difficulties in obtaining effective redress in the courts whether in respect of a breach of law or regulation, or in an ownership dispute. These matters are beyond Tap Oil's control, and their potential impact on the price of Shares cannot be predicted.

Any adverse changes in government policies, regulation or legislation that affect ownership, exploration, development or activities of companies involved in oil exploration and production, may affect the profitability or viability of Tap Oil.

(p) Environmental risks

Tap Oil's operations and activities are subject to the environmental laws and regulations of Australia, Thailand, Myanmar and any other places Tap Oil may conduct business. Tap Oil attempts to conduct its operations and activities to the highest standard of environmental obligation, including compliance with all environmental laws and regulations. However, non-compliance with or breach of any conditions attached to Tap Oil's or its joint venture parties' permits by Tap Oil or the operator of any of these assets may lead to penalties and/or revocation of the permit, and significant liability could be imposed on Tap Oil for damages, clean-up costs or penalties in the event of certain environmental damage. This would require Tap Oil to incur significant costs and may result in an adverse impact on Tap Oil's cash flows, financial position and performance. Tap Oil has insurance in place to mitigate many environmental risks, however, in some instances damage may occur for reasons outside the scope of insurance policies.

(q) Hedging risks

Tap Oil may from time to time enter into hedge transactions to mitigate the risk of changes in commodity prices or exchange rates. Tap Oil does not speculate in financial instruments for the purpose of making a profit. There is no guarantee that Tap Oil's financial instruments will result in beneficial outcomes.

(r) Key personnel risks

With the significantly reduced activities of Tap Oil, Tap Oil's staffing requirements have been reduced. There is a risk that if Tap Oil increases its activities over time it may be required to hire additional key personnel to adequately operate Tap Oil at the increased level. The availability of such key personnel required cannot be guaranteed.

Tap Oil's success will still depend to a significant extent upon its key management personnel, as well as other management and technical personnel including sub-contractors. Although Tap Oil enters into employment and incentive arrangements with its personnel to secure their services, it cannot guarantee the retention of their services.

There can be no assurance given that there will be no detrimental impact on Tap Oil if one or more of these people cease their engagement. Tap Oil's inability to recruit additional appropriate skilled and qualified personnel to replace these key personnel could have an adverse effect on Tap Oil. There can be no guarantee that personnel with the appropriate skills will be available within Tap Oil's required timeframes.

(s) General risks associated with investment in securities markets

In addition to risks relating to Tap Oil, its business and assets, there are general risks associated with an investment in securities markets. Such risks may affect the value of Tap Oil Shares which may fluctuate with movements in equity capital markets in Australia and overseas. Such movements may be caused by, amongst other things, the economic conditions in Australia and overseas, investor sentiment in local and international stock markets, consumer sentiment, changes in fiscal, monetary, regulatory and other government policies, global political and economic stability, interest and inflation rates and foreign exchange rates.

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7. ADDITIONAL INFORMATION

7.1 Non-Affiliated Directors' Interests and Dealings in Tap Oil Shares

(a) Interests in Tap securities

As at the Approval Date, none of the Non-Affiliated Directors have a relevant interest in Tap Oil Shares as shown in Section 4.1 of this Target's Statement.

(b) Dealings in Tap Shares

The Non-Affiliated Directors have not acquired or disposed of a relevant interest in any Tap Oil Shares in the four months immediately preceding the Approval Date.

(c) Intentions in relation the Offer

The intentions of the Non-Affiliated Directors in respect of the Offer are set out in Section 4.1 of this Target's Statement.

7.2 Non-Affiliated Directors interests and dealings in Risco securities

(a) Interests in Risco securities

As at the Approval Date, none of the Non-Affiliated Directors have a relevant interest in any marketable securities of Risco.

(b) Dealings in in Risco securities

None of the Non-Affiliated Directors have acquired or disposed of any marketable securities in Risco within the period of four months immediately preceding the Approval Date.

Neither Tap Oil nor any associates of Tap Oil have acquired or disposed of a relevant interest in any marketable securities Risco within the period of four months immediately preceding the Approval Date.

7.3 Benefits and agreements

(a) Benefits in connection with retirement from office

As a result of the Offer, no person has or will be given any benefit (other than a benefit which can be given without member approval under the Corporations Act) in connection with the retirement of that person, or someone else, from a board or managerial office of Tap Oil.

(b) Agreements connected with or conditional on the Offer

There are no agreements made between the Non-Affiliated Directors and any other person in connection with, or conditional on, the outcome of the Offer other than in their capacity as a holder of Tap Oil Shares.

(c) Benefits from Risco

None of the Non-Affiliated Directors have agreed to receive, or are entitled to receive, any benefit from Risco which is conditional on, or is related to, the Offer.

(d) Material interests of Non-Affiliated Directors in contracts with Risco

None of the Non-Affiliated Directors have any interest in any contract entered into by Risco.

(e) Other

As detailed in Tap Oil's ASX announcement dated 2 May 2018, Tap has entered into a Consultancy Agreement (**Consultancy Agreement**) for the provision of additional executive services from its Non-executive Chairman, Mr Chris Newton. The material terms of the Consultancy Agreement are summarised below:

Commencement Date	6 February 2018.
Term	12 months after the Commencement Date, or such later date as agreed in writing between the parties.
Services	Strategy development and execution, asset optimisation, investor relations, shareholder communication and cost reduction and management services.
Consulting Fee	$15,834 per each 30-day period.
Termination	The Agreement can be terminated at any time by giving not less than 90 calendar days' written notice to the other party and will terminate automatically at the expiration of the Term. In the event Mr Newton ceases as a Director of the Company, the Agreement will automatically terminate, and an additional 90 days' Consulting Fee will be paid.

7.4 Potential impact of the offer on Tap Oil's material contracts or regulatory approvals

Other than as disclosed in this Target's Statement, Tap Oil is not aware of any:

- Financing arrangement or other contract that has been entered into by Tap Oil; or
- Regulatory approval or licence required for Tap Oil's operations,

that Tap Oil considers to be material and that contains a change of control provision, including any consent requirement, that may be triggered if Risco acquires Tap Oil Shares as a result of the Offer.

7.5 Further developments

Should there be any developments during the Offer Period which would alter the Non-Affiliated Directors recommendations in relation to the Offer, Tap Oil Shareholders will be notified through supplementary disclosure.

7.6 Taxation considerations for Tap Oil Shareholders

Section 6 of the Bidder's Statement sets out advice on Australian capital gains tax consequences of accepting the Offer.

Tap Oil Shareholders should consult their own tax adviser for tax advice tailored to their own particular circumstances. Tap Oil Shareholders should not solely rely on Section 6 of the Bidder's Statement in relation to the taxation implications of accepting the Offer.

7.7 Consents

The following persons have given and have not, before the date of issue of this Target's Statement, withdrawn their consent to:

- Be named in this Target's Statement in the form and context in which they are named;
- The inclusion of their respective reports or statements noted next to their names and the references to those reports or statements in the form and context in which they are included in this Target's Statement; and
- The inclusion of other statements in this Target's Statement that are based on or referable to statements made in those reports or statements, or that are based on or referable to other statements made by those persons in the form and context in which they are included.

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Name of person	Named as	Reports or Statements
Each Director	a Director	The inclusion of statements made by them
Azure Capital Limited	Financial Adviser	N/A
Corrs Chambers Westgarth	Legal Adviser	N/A
BDO	Independent Expert	N/A
RISC	Technical Specialist	N/A
Link	Tap Oil Share Registry	N/A

Each of the above persons:

- Does not make, or purport to make, any statement in this Target's Statement other than those statements referred to above and as consented to by that person; and
- To the maximum extent permitted by law, expressly disclaims and takes no responsibility for any part of this Target's Statement other than as described in this section with the person's consent.

As permitted by ASIC Class Order 13/521, this Target's Statement contains statements that are made, or based on statements made, in documents lodged with ASIC or ASX (in compliance with the Listing Rules), including the Bidder's Statement. Pursuant to this Class Order, the consent of persons to whom such statements are attributed is not required for the inclusion of those statements in this Target's Statement.

Any Tap Oil Shareholder who would like to receive a copy of any of the documents (or parts of the documents) that contain the statements which have been included pursuant to ASIC Class Order 13/521 may during the Offer Period obtain a copy free of charge by contacting Tap Oil's Company Secretary on +61 8 9485 1000 between 9:00am and 5:00pm (Perth time) on Monday to Friday.

Additionally, as permitted by ASIC Class Order 13/523, this Target's Statement may include or be accompanied by certain statements:

- Fairly representing a statement by an official person; or
- From a public official document or published book, journal or comparable publication.

Pursuant to that Class Order, the consent of persons to whom such statements are attributed is not required for inclusion of those statements in this Target's Statement.

7.8 Continuous disclosure

Tap Oil is a 'disclosing entity' under the Corporations Act and is subject to regular reporting and disclosure obligations under the Corporations Act and the Listing Rules. These obligations require Tap Oil to notify ASX of information about specified matters and events as they occur for the purpose of making that information available to the market. In particular, Tap Oil has an obligation (subject to limited exceptions) to notify ASX immediately on becoming aware of any information that a reasonable person would expect to have a material effect on the price or value of Tap Oil Shares.

Copies of the documents filed with ASX may be obtained from the ASX website at www.asx.com.au, or Tap Oil's website at www.tapoil.com.au.

Copies of documents lodged with ASIC in relation to Tap Oil may be obtained from, or inspected at, an ASIC office.

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A list of documents filed with ASX by or concerning Tap Oil since its last Annual Report until the Last Practicable Trading Date is set out in the table below:

Date	Announcement
05/04/2018	Corporate Governance Statement
05/04/2018	Appendix 4G
16/04/2018	Resignation of Director
16/04/2018	Final Director's Interest Notice
23/04/2018	Notice of Annual General Meeting/Proxy Form
30/04/2018	March 2018 Quarterly Report
30/04/2018	Manora Oil Field – Manora 8 Exploration Well
02/05/2018	Board Update
02/05/2018	Unconditional on-market Takeover Bid for Tap Oil
02/05/2018	Unconditional on-market Takeover Bid for Tap Oil
02/05/2018	Tap advises take no action regarding Risco takeover bid
02/05/2018	Initial Director's Interest Notice
03/05/2018	Change in substantial holding
03/05/2018	Becoming a substantial holder
03/05/2018	Manora-8 Exploration Well Update
04/05/2018	Addendum to Notice of AGM and Replacement Proxy
07/05/2018	Exploration, Appraisal and Development Drilling Update

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7.9 ASIC declarations and listing rule waivers

Tap Oil has not been granted any modifications or exemptions by ASIC from the Corporations Act in connection with the Offer. On 10 May 2018, Tap Oil applied to ASIC for a modification of items 10, 13 and 14 of section 635(1) of the Corporations Act to provide Tap Oil with additional time to lodge this Target's Statement with ASIC and ASX and send a copy to Risco and Tap Oil Shareholders. As at the Approval Date, ASIC has not made a decision in respect of this relief.

Tap Oil has not been granted any waivers by ASX in relation to the Offer.

7.10 Other information

This Target's Statement is required to include all the information Tap Oil Shareholders and their professional advisers would reasonably require to make an informed assessment of whether to accept the Offer, but:

- Only to the extent to which it is reasonable for investors and their professional advisers to expect to find this information in this Target's Statement; and
- Only if the information is known to any of the Independent Directors.

The Independent Directors are of the opinion that the information that Tap Oil Shareholders and their professional advisers would reasonably require to make an informed assessment of whether to accept the Offer is:

- The information contained in the Bidder's Statement (to the extent that the information is not inconsistent with or superseded by information in this Target's Statement);
- The information which has been previously disclosed by Tap Oil as a disclosing entity in accordance with its continuous disclosure and reporting obligations to ASX and ASIC;
- The information contained in Tap Oil's announcements to ASX prior to the date of this Target's Statement; and
- The information contained in this Target's Statement, including any Annexures to this Target's Statement.

The Independent Directors have appointed an Independent Expert (BDO) to prepare an Independent Expert's Report opining on whether the Offer is fair and reasonable to Tap Oil Shareholders, which will be made available to Tap Oil Shareholders in a supplementary Target's Statement expected to be released to the ASX before the close of the Offer period on 18 June 2018.

The Independent Directors have assumed, for the purposes of preparing this Target's Statement, that the information contained in the Bidder's Statement is accurate (unless they have expressly indicated otherwise in this Target's Statement). However, the Independent Directors do not take any responsibility for the contents of the Bidder's Statement and are not to be taken as endorsing, in any way, any or all statements contained in it.

In deciding what information should be included in this Target's Statement, the Independent Directors have had regard to a number of factors, including:

- The nature of Tap Oil Shares;
- The matters Tap Oil Shareholders may reasonably be expected to know;
- The fact that certain matters may reasonably be expected to be known to the professional advisers of Tap Oil Shareholders; and
- The time available to Tap Oil to prepare this Target's Statement.

8. AUTHORISATION

This Target's Statement has been approved by a resolution passed by the Non-Affiliated Directors of Tap Oil.

Dated 15 May 2018.

Signed for and on behalf of Tap Oil:



Damon Neaves on behalf of the Non-Affiliated Directors

Non-Executive Director and Chairman of the Independent Board Committee

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9. DEFINITIONS AND INTERPRETATION

9.1 Definitions

The following definitions apply in this Target's Statement unless the context requires otherwise.

Approval Date means the date that this Target's Statement was approved in accordance with section 639(1)(a) of the Corporations Act, being 15 May 2018.

ASIC means the Australian Securities and Investments Commission.

ASX Settlement means ASX Settlement Pty Ltd (ABN 49 008 504 532).

ASX Settlement Operating Rules means the operating rules of ASX Settlement or of any relevant organisation which is an alternative or successor to or replacement of, ASX Settlement or of any applicable CS facility licensee.

ASX means ASX Limited (ABN 98 008 624 691) or, as the context requires, the financial market known as 'ASX' operated by it.

BDO means BDO Corporate finance (WA) Pty Ltd (ABN 27 124 031 045).

Bidder's Statement means the Bidder's Statement dated 2 May 2018 given by Risco under Part 6.5 of the Corporations Act.

Board means the board of Directors of Tap Oil.

bopd means barrels of oil per day.

Broker means a person who is a share broker and a participant of CHESS.

Business Day means a day which is not a Saturday, Sunday or a public holiday in Perth, Western Australia.

CHESS means the Clearing House Electronic Subregister System, which provides for electronic security transfer in Australia.

CHESS Holding means a holding of shares on the CHESS sub register of Tap Oil.

Controlling Participant means, in relation to shares in a CHESS Holding, the Participant with whom the holder has a sponsorship agreement, as defined in the ASX Settlement Operating Rules (usually your broker).

Corporations Act means the *Corporations Act 2001* (Cth).

CS facility licensee means a person who holds a licence under the Corporations Act that authorises the person to operate a clearing and settlement facility.

Director or **Tap Oil Director** means a director of Tap Oil.

FY2017 or **FY17** means the 2017 financial year for Tap Oil which ended on 31 December 2017.

GST means Australian Goods and Services Tax.

Independent Board Committee means the independent board sub-committee established by the Board to evaluate and respond to the Offer comprising non-executive Directors Damon Neaves and Dr Govert van Ek as at the Approval Date.

Independent Directors means the Directors appointed to the Independent Board Committee comprising of Directors Damon Neaves and Dr Govert van Ek as at the Approval Date.

Independent Expert means BDO Corporate Finance (WA) Pty Ltd.

Independent Expert's Report means the report and related financial services guide being prepared by the Independent Expert.

Last Practicable Trading Date means the close of trading on Monday, 14 May 2018.

Listing Rules means the listing rules of ASX.

Non-Affiliated Directors means the Directors that do not have interests in the Risco Group and

provided recommendations in this Target's Statement comprising Mr Damon Neaves, Dr Govert van Ek and Mr Kamarudin Baba.

NOPTA means the National Offshore Petroleum Titles Administrator.

Northern Gulf means Northern Gulf Petroleum Holdings Limited.

Offer means the on-market cash takeover offer for Tap Oil Shares at $0.070 per Share, announced by Risco on 2 May 2018.

Offer Period means the period within which Risco's Offer is open for acceptance in accordance with Risco's Bidder's Statement and the Corporations Act.

Offer Price means $0.070 for every Tap Oil Share, subject to the terms of the Offer.

Official List means the official list of ASX Limited.

Participant has the same meaning given in the ASX Settlement Operating Rules.

Performance Rights means the performance rights described in Section 5.8.

Related Bodies Corporate has the meaning given in section 50 of the Corporations Act.

Relevant interest has the meaning given in sections 608 and 609 of the Corporations Act.

Retention Rights means the retention rights described in Section 5.8

RISC means RISC Advisory Pty Ltd (ABN 19 150 789 030).

Risco means Risco Energy Investments (SEA) Limited, a company incorporated in the British Virgin Islands.

Risco Group means Risco and its Related Bodies Corporate, which includes Suncastle.

Suncastle means Suncastle Equities Inc, a company incorporated in the British Virgin Islands.

Tap Oil or **Company** means Tap Oil Limited (ABN 89 068 572 341).

Tap Oil Constitution means the Constitution of Tap Oil as amended from time to time.

Tap Oil Group means Tap Oil and its subsidiaries.

Tap Oil Share or **Share** means a fully paid ordinary share in Tap Oil.

Tap Oil Shareholder or **Shareholder** means a person who is registered as the holder of a Tap Oil Share in the Tap Oil register of members.

Tap Oil Share Registry or **Link** means the means Link Market Services Limited (ABN 54 083 214 537).

Target's Statement means this document, being the statement of Tap Oil under Part 6.5 of the Corporations Act in relation to Risco's Offer. It includes the Independent Expert's Report and the Technical Specialist's Report.

Technical Specialist means RISC.

Technical Specialist's Report means the report being prepared by the Technical Specialist, as part of the preparation of the Independent Expert's Report.

VWAP means the volume weighted average price of Tap Oil Shares.

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9.2 Interpretation

The following rules of interpretation apply unless the context requires otherwise.

- A term not specifically defined in this Target's Statement has the meaning given to it (if any) in the Corporations Act, the Listing Rules or the ASX Settlement Operating Rules (as is appropriate to the context).
- A gender includes all genders.
- The singular includes the plural, and the converse also applies.
- A reference to a person includes a corporation, trust, partnership, unincorporated body or other entity, whether or not it comprises a separate legal entity.
- A reference to legislation or to a provision of legislation includes any modification or reenactment of it, any legislative provision substituted for it and any regulations and statutory instruments issued under it.
- A reference to a person includes a reference to the person's executors, administrators, successors, substitutes (including, but not limited to, persons taking by novation) and assigns.
- A reference to a right or obligation of any two or more people comprising a single party confers that right, or imposes that obligation, as the case may be, on each of them severally and each two or more of them jointly. A reference to that party is a reference to each of those people separately (so that, for example, a representation or warranty by that party is given by each of them separately).
- A reference to an agreement or document is to the agreement or document as amended, supplemented, novated or replaced.
- Headings used in this Target's Statement are for ease of reference only and do not affect the meaning or interpretation of this Target's Statement.
- A reference to a Section, Schedule or Annexure is to a Section of or Schedule or Annexure to, this Target's Statement.
- If a word or phrase is defined, its other grammatical forms have a corresponding meaning.
- $, A$ or AUD is a reference to the lawful currency of Australia.
- US$ is a reference to the lawful currency of the United States of America.

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CORPORATE DIRECTORY

Directors

Christopher Newton
Non-executive Chairman

Govert van Ek
Non-executive Director

Kamarudin Baba
Non-executive Director

Damon Neaves
Non-executive Director

Company Secretaries

Christopher Bath

Shannon Coates

Registered Office

Level 2, 190 St Georges Terrace
Perth WA 6000

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Facsimile: +61 8 9485 1060
Email: info@tapoil.com.au
Website: www.tapoil.com.au

Share Registry

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250 St Georges Terrace
Perth WA 6000
Telephone: 1300 554 474