## **Investor Presentation**

July 2013



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#### This presentation contains forward-looking statements.

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Please see the detailed cautionary note regarding forward-looking statements at the back of this presentation.

#### This presentation contains disclosure regarding contingent and prospective resources.

The Company has disclosed estimates of contingent and prospective resources. Contingent and prospective resources do not constitute, and should not be confused with, reserves. There is no certainty that any reserves will be identified or that it will be commercially viable to produce any portion of the resources.

Please see the detailed cautionary note regarding resource disclosure at the back of this presentation.

### Applying Modern North American Technology to Exploit Existing Resource Base



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	Overview	Execution Strategy
Georgia <sup>(1)</sup>	<ul><li>Kura Basin light oil farm-in opportunity</li><li>Existing oil production</li></ul>	<ul> <li>Binding MOU for farm-in</li> <li>Stimulate existing wells and drill new development wells to establish near term oil production</li> </ul>
Ukraine	<ul> <li>CBM / Gas Sands</li> <li>3 Licenses with (51–95% WI)</li> </ul>	<ul> <li>Establish economic viability of proven CBM play</li> <li>Potential inventory of 2,000 wells</li> <li>Repeatable, low cost, high gas prices (+\$12/Mcf)</li> <li>Government eager to displace Russian gas<sup>(3)</sup></li> </ul>
Bulgaria	<ul><li>Balkan Basin Gas</li><li>2 Licenses (75%)</li></ul>	<ul> <li>Develop existing conventional gas pools</li> <li>Farm down large shale gas potential</li> <li>High gas prices (\$13/Mcf)</li> </ul>
Poland <sup>(2)</sup>	<ul> <li>Carpathian Basin Oil &amp; Gas</li> <li>Bieszczady License (24%)</li> </ul>	<ul> <li>Currently exploring divestiture of Poland</li> <li>Large land base (net 845 km² / ~210,000 acres) with established oil &amp; gas fields within block</li> </ul>

(1) Georgia farm-in signed, subject to government approval expected in August 2013. Iskander currently has no working interest in Georgia.

(2) Iskander is actively pursuing divestment of its Polish assets.

(3) As per Wood Mackenzie.





Complimentary Asset Base with Diversified Technical & Country Risk	<ul> <li>Georgia: Low risk oil exploitation from shallow, established oil pool in Georgia</li> <li>Ukraine: Low cost de-risking of a 9 TCF resource play in Ukraine</li> <li>Bulgaria: Large conventional exploitation and unconventional shale gas exploration</li> </ul>
Applying Modern Technology to Exploit Established Oil & Gas Basins	<ul> <li>Management team with extensive shallow gas and CBM "manufacturing" experience</li> <li>Seasoned technical team, averaging 25+ years operational experience in region or in other international jurisdictions with shale gas exploration / exploitation experience</li> </ul>
Low Cost Catalyst Rich Capital Program Capable of Near-Term Production Cash Flow	<ul> <li>A modest \$10-15 million capital program expected to establish cash flow from light oil development in Georgia and de-risk a 2,000 well CBM drilling inventory in Ukraine</li> </ul>
Strong Commodity Prices Drive Global Leading Netbacks	<ul> <li>\$12.00/mcf in Ukraine and Bulgaria drive \$39.00/boe netbacks and 500% margin compared to extremely thin / negative margins in North America</li> <li>Brent Pricing for oil drives \$46.00/bbl netbacks in Georgia</li> </ul>
World Class Leadership Team with Strong In Country Relationships	<ul> <li>Experienced management team with ideal skill set for development of asset base</li> <li>Iskander's Board will ensure public company reporting and governance standards</li> <li>Strong local partners in each country of operation within both management and Board</li> </ul>

# Established Executive Bolstered by Sound Technical Team

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#### Management 30+ years, extensive international E&P (Yemen, New Zealand and Danish North Sea) Wayne Thomson Shallow gas well "manufacturing" experience as VP of Production of Alberta Energy Company CEO Director and Chair of the Reserves Committee of Cenovus Energy **Jaroslav Kinach** • 25+ years experience in corporate finance and trade finance with TD Bank Ukraine Country Head of European Bank for Reconstruction and Development (EBRD) President **Roger McMechan** 30+ years in managing domestic and international operations with Petro Canada, Burlington and C00 Winstar Resources (Algeria, Hungary, Romania and Tunisia) 10+ years diverse financial experience focused on international oil and gas **Bradley Giblin** Prior to Iskander, CFO of Winstar Resources Ltd., TSX listed E&P company operating in Hungary, CFO Romania and Tunisia

### **Selected Technical Team**

	Ukraine		Bulgaria / Georgia / Poland			
Gela Crane PGeol Geologist	<b>Milan Ac PEng</b> Drilling Manager	Kevin Vanbuskirk Completions Manager		<b>Rhea Karvonen</b> <b>PGeol</b> Geologist	Chuck Kluth Geologist	Stephen Gardner Scott Haberman Geophysicists
<ul> <li>Extensive international experience in E.Europe and Africa</li> <li>Proven track record in exploration and development with Encana/Winstar</li> </ul>	<ul> <li>30+ years domestic and international experience with vertical and horizontal/multi-lateral wells with Mobil, Talisman, Petro Canada.</li> </ul>	<ul> <li>Extensive Canadian and U.S. multi-stage frac / completions experience in both conventional and unconventional with Talisman/Nexen/ Apache</li> </ul>		<ul> <li>Experienced shale gas geologist and proven prospect generator in N America.</li> <li>Perpetual/Pengrowth, Burlington, Chevron</li> </ul>	<ul> <li>Ex-Chevron Chief Structural Geologist</li> <li>Wide international experience in multiple thrust belt regions</li> </ul>	<ul> <li>30+ years of international seismi interpretation in thru belt regions</li> <li>Chevron domestic a international</li> </ul>

# **Strong Board Enforcing Public Co. Governance Policies**



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#### A Private Company with Public Company Reporting and Governance Experience Board of Directors (6 of 8 independent) **Corporate Governance Initiatives** Chairman, Seven Generations and former Kent Chairman of North American Oil Sands Jespersen Director, CanElson Drilling & TransAlta Chairman Wayne Thomson See prior page **Audited Financials Board Committees** CEO PWC audited Audit 2010 - 2012 year-Governance and Michael Founder and Co-Chairman of Sunshine Oilsands. end financials Compensation Hibberd 2011 and 2012 Chairman of Heritage Oil, Canacol Energy Reserves Director quarterly reviews David Berry • 15 years in finance with Scotiabank and others Director Grant CEO of Whitecap Resources **RPS** Resource Fagerheim **Foreign Practices** Vice Chairman of Hockey Canada **Oversight** Report Director Extensive internal NI 51-101 review of historic compliant Teimour Former Director of Naftogaz transactions and Independent Bagirov **Resource Report** strict ongoing Former First Deputy CEO, TAS-Investbank Director compliance with FCP Act/CFPOA Jav Former EVP of Suncor and former member of Thornton the Board of Governors of CAPP Director Luis Founder and Chairman of Group Diavaz Vazquez Former Director of TransAlta Director



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Basic Shares Issued and Outstanding	67.6 million		
Options (average exercise price = \$1.23)	11.4 million		
Broker Warrants (average exercise price = \$1.11)	3.5 million		
Warrants (Exercise price = \$1.50)	7.1 million		
Fully Diluted Shares Outstanding	89.6 million		
Management Ownership (Basic)	6.7%		
Management Ownership (Fully Diluted)	18.6%		
Funds From Exercise of Options and Warrants (average exercise price \$1.30 per option/warrant)	\$28.8 million		
Working Capital Position as of July 2013 (excluding Eurogas receivables of \$4.7 million and estimated value of Bieszczady in Poland of \$2.9 million)	\$7.2 million		
Funds Raised To Date (avg. cost per basic share of \$0.75)	\$50.9 million		

Note: In Q1 2013, as a sign of their confidence in Iskander's business plan, the Board of Directors and executive team made the decision to have a portion of their cash compensation be reinvested into Iskander (in the form of new equity)

# **Georgia Farm-In Opportunity**

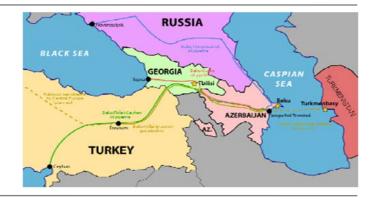


#### **Georgia Agreement Signed**

- Signed all formal agreements with Georgian company subject to government approval expected in August 2013
  - Carry partner on development drilling and stimulation of 3 wells
  - Earn 50% working interest in one producing block
  - 20 well drilling inventory (last well drilled in 1960)
  - Iskander operates earning wells
  - 50 / 50 joint operating company operates once earn-in period complete
  - Platform for establishing larger presence in country

#### **Current Production and Favorable Fiscal Terms**

- Favorable fiscal terms through existing PSAs (contractor take 75% before payout and 40% after payout)
- Existing wells currently producing ~ 10 bbls/d light oil ( 35-40 deg API )
  - Multi-zone potential for conventional and unconventional, naturally fractured oil reservoirs
  - Field discovered in 1940's, with last development drilling in 1960. Little fieldwork attempted since.
  - Potential to earn Iskander share 30+ million bbls of light OOIP<sup>(1)</sup> on the initial producing permit with additional upside from exploration
  - Productive, oil bearing zones from 150 -1,500m well depth
- Plan to drill 2 wells in September/October, frac in November, on stream by end of 2013
   Political Stability
- Recent elections seen as fair, transparent and fully correspond to Western standards and practices
- (1) Iskander Internatestimate has declared intention to maintain EU and NATO relationships



# Why Ukraine?

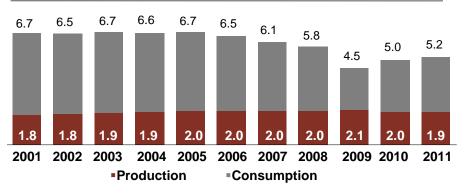


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### A Very Attractive Emerging Market Opportunity With Proven Hydrocarbon Potential

### **Highlights**

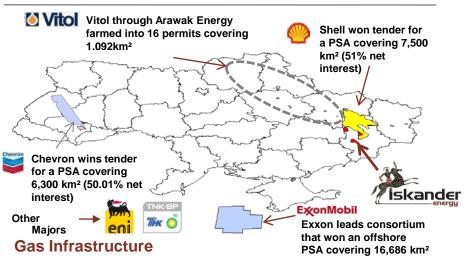
- The Ukrainian government is eager to reduce dependency on Russian gas imports<sup>(1)</sup>
  - ~2/3 of Ukraine's natural gas is imported from Russia (1.3 Tcf in 2011)
- Ukraine has among the world's highest natural gas consumption per capita
- Extensive network of natural gas infrastructure
- Recent gas import prices into Ukraine above \$12.00/MMbtu<sup>(2)</sup>

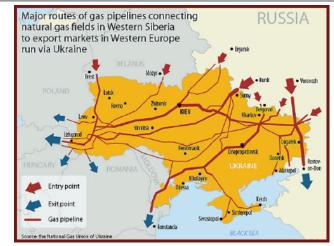


Natural Gas Production & Consumption (Bcf/d)<sup>(3)</sup>

- (1) As per Wood Mackenzie
- (2) As per Gazprom investor presentation
- (3) BP Statistical Review 2012, Wood Mackenzie, East European Gas Analysis

### **Recent Super Major / Other Activity**





# **Ukraine – Super Majors Leading Onshore Exploration**

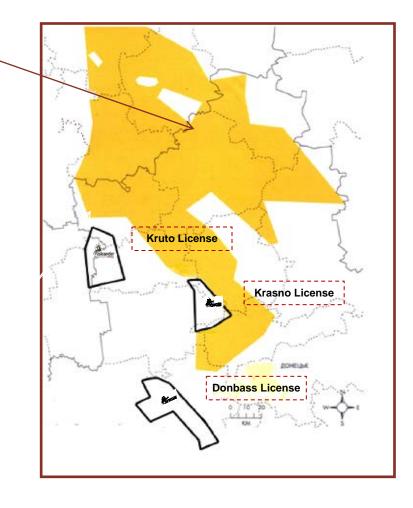


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### Adjacent Super Major Activity to Iskander's Properties

#### **New Shell License**

- On May 11, 2012, Ukraine awarded Shell the right to develop the Yuzivska gas field (7,886 km<sup>2</sup> / ~2 million acres)
- The Yuzivska area, where Shell is targeting Middle Carboniferous tight sands, has identical geology to Iskander's blocks, surrounds Iskander's Krasno block and is proximate to Iskander's Kruto and Donbass blocks
- On January 24, 2013, Shell announced that it had signed a 50-year profit sharing deal with the government of Ukraine through a 50/50 joint venture with state-owned Nadra Yuzivska
- Iskander holds net ~1,200 km<sup>2</sup> (~290,000 acres) directly offsetting Shell's recently announced acreage



# Ukraine CBM – Why is this Opportunity Available?



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#### **Ukraine History**

- Ukraine holds one of the largest coal basins in the world (60,000 km<sup>2</sup>)
- Coal mines have been venting gas for over a century (80 Bcf+ / year)<sup>(1)</sup>
- 420 Tcf<sup>(2)</sup> OGIP in coal seams and sandstones over 330 identified coal seams
- Ukraine has been difficult to do business in; local companies received licenses
  - Ukrainian companies do not have fracture stimulation technology to pursue CBM
- Majors only recently found business environment favorable such that they could enter country in order to capitalize on opportunities
  - Super major in discussion with Iskander, recognize potential of CBM in Ukraine
  - Donetsk Steel drilling CBM wells, other companies getting started in CBM
  - Coal mining companies are beginning to capture gas they previously vented



#### Pilot Program

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- Our Ukrainian partner drilled 4 CBM wells in 2006 as a pilot program
- Completion strategy was to frac water bearing sands close to coals, then pump off water to reduce pressure to eventually draw in the gas from coals
- Fraced all 4 wells in a single water bearing sand at bottom of well
- Used low capacity beam pumps, unable to remove much water, finally used a high capacity PCP pump on one well, successful getting gas rate of 70 mcf/d from a single coal seam

### **Iskander Completion Strategy**

- Based on successful stimulation of similar coals in Canada (Horseshoe Canyon) and Australia (Surat and Bowen basin), Iskander will frac the coals directly using nitrogen and/or water
  - Perforate all the main coal seams (approx. 15 coals) (1-2 days)
  - Stimulate each of the coal seams successively (1-2 days)
- Successful completion technique expected to unlock ~2,000 drilling locations across Iskander's net ~1,200 km2 (~290,000 acres)
- (1) "Donbass Experience in Degassing Coalfields" Dr. V. Konarev, presented at Second International Conference "Methane Mitigation" June , 2000 in Novosibirsk, Russia.

(2) Donetsk National Technic University, Montanuniversitat Leoben, Henri Poincare University data



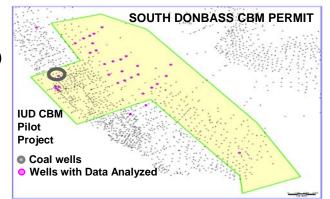
- Initial operations to focus on South Donbass permit (95% WI)
- South Donbass coal seam description:

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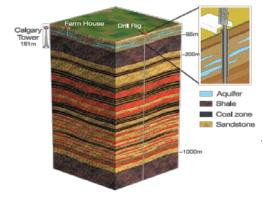
- 40+ coal seems per well thickness ranging from 0.25m to 2.5m
- Data indicates dry coals (less water handling and higher initial production)
- Western Canada analogue: Horseshoe Canyon (HSC)
- Gas content: 450-800 scf/ton<sup>(1)</sup> compared to 10-50<sup>(2)</sup> scf/ton for HSC

Step 1 (July 2013)	<ul> <li>Drill 1 new well in South Donbass</li> <li>First well to be situated adjacent to well which tested 70 mcf/d from a single coal seem; (drill cost \$1.3 million/well)</li> </ul>
Step 2 (August 2013)	<ul> <li>Recomplete (perforate and stimulate) multiple coal seams (10-15) in 1 existing well and 1 new well to confirm gas potential and evaluate completion strategies (\$1.3 million x 2 wells)</li> </ul>
Step 3 (October 2013)	<ul> <li>Drill up to 2 additional new wells in South Donbass and 1 well in Kruto</li> </ul>

 Significant CBM potential with hundreds of coal wells to provide geological control for evaluation

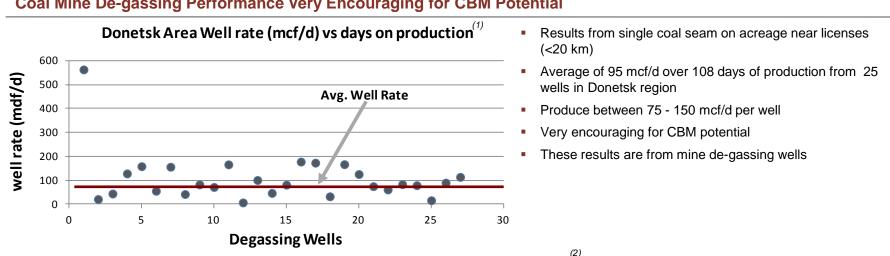


#### **Horseshoe Canyon Cross Section**



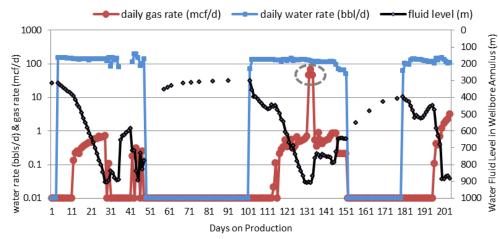
(1) Coal Mine Methane and Coalbed Methane Development in Donetsk Region, Ukraine – by Advanced Resources Int'l for U.S. Trade and Development Agency (2) SPE 95872: The Dry Coal Anomaly – The Horseshoe Canyon Formation of Alberta, Canada





#### Coal Mine De-gassing Performance Very Encouraging for CBM Potential





- When fluid levels decreased to sufficient levels well produced 70 mcf/d from only 1 coal seam
- Iskander plans to stimulate ~15 coal seams/well
- Pilot project designed to stimulate water bearing sands close to coals, then pump off water to reduce pressure to eventually draw in the gas from coals
- Analogue experience (Horseshoe Canyon (Canada), Australia) is to directly stimulate and complete coal seams
- Data indicates all or most coal seams are dry and produce gas at good rates immediately

(1) Unpublished, unsubstantiated data obtained from local coal mine operator 12 (2) Production data as supplied by operator of MAKS Pilot Project

# **Bulgaria – Gradishte and Kilifarevo Blocks**



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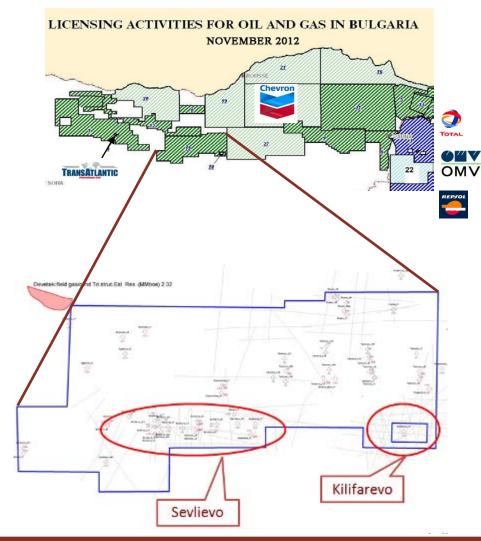
### **Exposure to Conventional and Unconventional Resource**

### Highlights

- Net 1,414 km<sup>2</sup> (~350,000 acres) Gradishte block and 15 km<sup>2</sup> (~3,700 acres) Kilifarevo block
  - 75% working interest
- Gas and oil fields immediately to northwest of block
- Pipelines run east-west through the block, all of which have capacity for local production to offset Russian imports
- Licenses valid until July 2015
  - If the permit holder proves more time is necessary to complete the work program, 2 extensions of 2 years each can be granted to the permit holder

### Large Unconventional Shale Gas Potential

- 300-600 Bcfe<sup>(1) (2)</sup> of prospective resources in deep shale
- Significant interest in unconventional horizon from Super Majors and North American intermediates
- Iskander evaluating farm-out opportunities
- Iskander expects that fracing moratorium could be withdrawn or revised in 2013



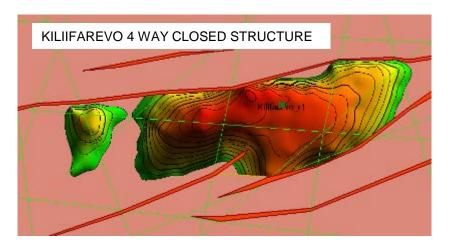
- **13** (1) As per Iskander internal best estimate
  - (2) BOE means barrel of oil equivalent, using the conversion factor of 6 mcf of natural gas being equivalent to one bbl of oil.

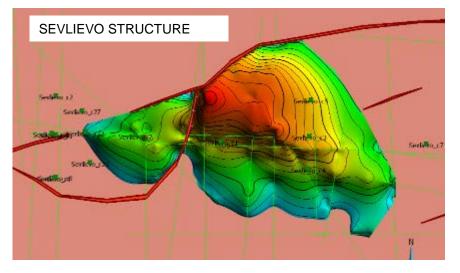


### **Substantial Multi-Zone Conventional Opportunities**

### **Highlights**

- Contingent resources of 33 Bcfe<sup>(1)</sup> in conventional horizons primarily focused on the Kiliifarevo and Sevlievo structures
- Over 60 wells drilled with core and logs available on the block
- Multiple wells tested over 1 MMcf/d with only minor field development due to alleged Soviet era politics and very limited experience with fracing low permeability gas reservoirs
- Reprocessed 2,500+ km of 2D seismic
- Multi-zone potential for conventional oil and gas reservoirs
- Evaluating re-entry potential in late-2013 of vertical gas well which tested 1MMcf/d at stable wellhead pressure



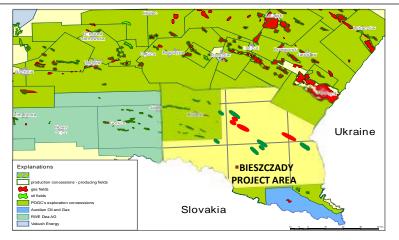




### Highlights

- PGNiG 51% (State owned operator); Aurelian 25%; Iskander 24%
- Net Area: 845 km<sup>2</sup> (~209,000 acres)
- Established oil and gas area with multiple leads and prospects identified on 500+ km of newly acquired and processed 2D seismic
- Iskander exploring divestment options

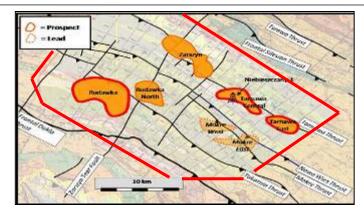
### Location of Bieszczady



### 2D Seismic on Bieszczady



#### **Bieszczady Geophysical Structures**



## **Catalyst Rich 2013 Capital Program**



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A modest \$10 - \$15 million capital program has the potential to prove up significant value on multiple development plays

2013 Capital Program <sup>(1)</sup>	(\$MM)
Capital Program (net of \$0.6 incurred to date) <sup>(2)</sup>	(\$9.3 - \$14.1)
G&A	(\$1.9)
Cash	\$7.2
Minimum Required Capital (post G&A estimate / Iskander cash balance)	\$4.0 - \$8.8

(1) Assumes no capital invested in Poland or Bulgaria during 2013

(2) \$0.6 m of capital incurred to date on design and purchase of materials

Timeline		Total Capital Program			
	Q2 Q3		Q4		
Georgia				(\$MM)	
Drilling and stimulation of 2 development wells				\$6.0	
Production Start-up				-	
Total Georgia				\$6.0	
Ukraine					
Drill 1 new development well (South Donbass)				\$1.3	
Stimulate 1 new well and re-enter and stimulate 1 existing CBM well (South Donbass)				\$2.6	
Drill and stimulate 2 additional development wells (South Donbass)				\$4.8	
Total Ukraine				\$8.7	
Total Core Capital Program excluding 2 additional wells in Ukraine in Q4, 2013				\$9.9	
Total Capital Program				\$14.7	



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## **APPENDIX**

## **Overview of Licenses**



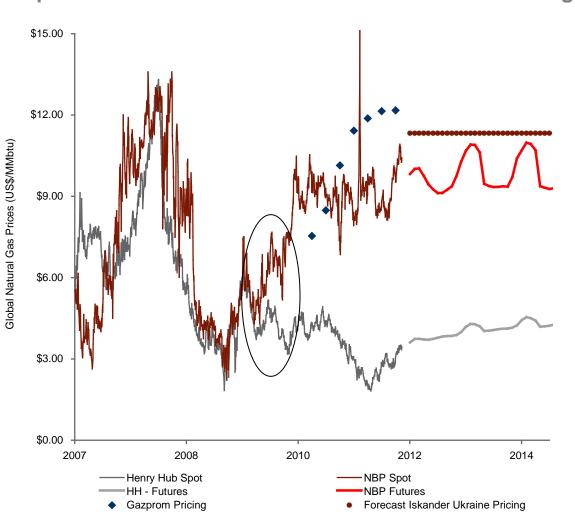
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Location	License	W.I.	Date Acquired	Valid Until	Partners	Permit	Work Plan	Royalty Schedule	Tax Schedule
Ukraine	Donbass	95%	Mar. 20, 2012	Dec. 15, 2013	Industrial Union Donbass (5%)	Exploration with limited production to determine commercial value	<ul> <li>Drilling up to six wells by the end of 2013 and potentially re-entering two wells</li> </ul>	25% royalty	No taxes until 2020 ; 16% tax rate thereafter
	Krasno <sup>(1)</sup>	51%	Nov. 22, 2011	Jan. 21, 2015	Karbona Holdings B.V. (49%)	Exploration with limited production to determine commercial value	Look to farm-out	25% royalty	No taxes until 2020 ; 16% tax rate thereafter
	Kruto	90%	Jun. 21, 2012	Jul. 13, 2016	Ecomethan LLC (10%)	Exploration with limited production to determine commercial value	<ul> <li>Drilling of up to six wells by the end of 2013</li> </ul>	25% royalty	No taxes until 2020; 16% tax rate thereafter
	Gradishte (conv.)	75%	Aug. 22, 2011	Jul. 26, 2015	Bulgarian shareholders (25%)	Exploration		<ul> <li>Royalty factor which escalates from 4.5% to 32.0%</li> </ul>	• 10% tax rate
Bulgaria <sup>(2)</sup>	Gradishte (shale)	25% <sup>(3)</sup>	Aug. 22, 2011	Jul. 26, 2015	Bulgarian shareholders (25%)	Exploration	<ul> <li>acquiring additional seismic subject to removal of ban on fracing</li> </ul>	<ul> <li>Royalty factor which escalates from 4.5% to 32.0%</li> </ul>	
	Kilifarevo	75%	Aug. 22, 2011	Jul. 9, 2015	Bulgarian shareholders (25%)	Exploration		<ul> <li>Royalty factor which escalates from 4.5% to 24.5%</li> </ul>	
Poland	Bieszczady	24%	Apr. 21, 2011 / Oct. 28, 2011	July 2032	PGNiG (51%), Aurelian (25%)	Exploration	<ul> <li>Re-entry of one well by the end of Q4 2013</li> </ul>	<ul> <li>Subject to final government approvals</li> </ul>	■ 19% tax rate
Georgia	Satskhenisi	50%	Q2 2013(4)	Dec 12, 2025	Private Georgian Co.(50%)	Development area under Production Sharing Contract	<ul> <li>Drill and frac two wells in 2013 and third exploration well in 2014</li> </ul>	Contractor share 75% before payout and 40% after payout	<ul> <li>All taxes paid from NOC oil taken in kind as per terms of PSC</li> </ul>
40	drilling of one	additional	well on the property p	prior to March 31, 20		·	""Karbona Energo" and has an o <sub>l</sub> ervice Group AD)	otion to acquire an addition	nal 9% upon completing the

(3) Assumes Iskander retains 25% working interest in the Bulgarian shale opportunity if farmed out (4) Agreements signed June 2013, subject to governmental approval. No current working interest

# **Favorable Pricing Situation**





### **Superior Economics Relative to North American Pricing Fundamentals**

#### **Exposure to Favorable Pricing**

- Significant divergence between NA and UK spot prices
- Pricing spread supported by Asian / European demand and abundance of supply in NA
- Iskander using flat price deck in internal model (\$11.33/Mcf in Ukraine and \$13.49/Mcf in Bulgaria)
  - Based on discussions with local producers in Ukraine and Bulgaria
    - In Ukraine, independent producers typically sell at a slight discount to the ~\$12.00/Mcf at which Gazprom sells gas into the Ukrainian market

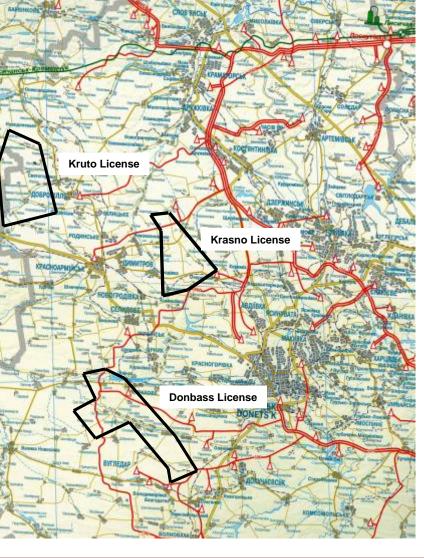
Source: Bloomberg

(1) Represent Gazprom import prices into Ukraine. As per Gazprom investor presentation



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- LEGEND
- National system gas pipelines
- Main Delivery stations and potential tie-in △ points for national gas pipeline system



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### **Overview of Peer Group**

	CUB ENERGY INC	ENERGY	јкх	KULCZYK		TRANSATLANTIC	<b>∜⊱ valeura</b> energy inc.
Exchange	TSXVenture Exchange	S NASDAQ	London Stock Exchange	WARSAW STOCK EXCHANGE	London Stock Exchange	<b>NYSE</b>	Toronto Stock Exchange
Company Description	One of the five largest oil and gas operators in Ukraine	Production, appraisal and exploration activities in Poland with modest oil production and shale acreage position in the United States	Principal assets in Hungary, Russia and Ukraine (one of the most experienced Western operators in Ukraine)	Exploration and development activities in Ukraine, Brunei and Syria	Development and production company with assets located in the established oil producing province of Western Siberia	International energy company that holds interests in developed and undeveloped oil and gas properties in Turkey, Bulgaria and Romania	Exploration and development assets in Turkey and Western Canada
Location of Assets	Ukraine	Poland / United States	Bulgaria / Hungary / Russia / Slovakia / Ukraine	Ukraine / Brunei / Syria	Western Siberia	Turkey / Bulgaria / Romania	Turkey / Western Canada
2013E Production <i>(MMcfe/d)</i>	15.1	15.0	74.3	15.4 <sup>(1)</sup>	81.0	47.5	11.3
2013E Production Gas Weighting	98%	100%	88%	94%	0%	42%	97%
2P Reserves <i>(Bcfe)</i>	27.0	94.5	535.9	57.6	9,270.0	122.0	10.4

22 (1) Average production for the nine months ended September 30, 2012. As per November 2012 operational update

## **Cautionary Note Regarding Forward Looking Statements**



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This presentation contains forward-looking statements and forward-looking information (collectively referred to herein as "forward-looking statements") within the meaning of applicable securities laws. All statements other than statements of present or historical fact are forward-looking statements. Forward-looking statements are often, but not always, identified by the use of words such as "will", "expects", "anticipates", "intends", "plans", "believes", "seeks", "estimates", "may", "project", "should", "considers", "opportunity", "focused", "potential", "goal", "possible" and variations of such words and similar expressions and are intended to identify forward-looking statements. These statements and information are only predictions. Actual events or results may differ materially from the events and results expressed in the forward-looking statements.

Undue reliance should not be placed on these forward-looking statements, as there can be no assurance that the plans, intentions or expectations upon which they are based will occur. By their nature, forward-looking statements involve numerous assumptions, known and unknown risks and uncertainties, both general and specific, that contribute to the possibility that the predictions, forecasts, projections and other forward-looking statements will not occur.

Specific forward-looking statements contained in this presentation include, among others, statements regarding:

- expectations as to the timing and completion of an IPO;
- expectations as to the Company's near-term production and cash-flow;
- the Company's anticipated execution strategy and work plan by jurisdiction, including anticipated timing and the economics of such strategies;
- expectations as to potential resources;
- expectations as to the timing of, and results related to, the Company's drilling programs in Ukraine, Bulgaria and Poland, including, potential timing of production in the Ukraine and Georgia;
- the potential withdrawal or revision of a temporary fracing moratorium in Bulgaria;
- farm-in opportunity in Georgia and expected closing date related thereto and potential production related thereto;
- divestment opportunities in Poland; and
- expectations as to the Company's capital program for Q4 2012 and 2013.

Statements relating to "resources" are forward-looking statements, as they involve the implied assessment, based on estimates and assumptions, that the resources described exist in the quantities predicted or estimated, and can be profitably produced in the future.

With respect to forward-looking statements contained in this presentation, the Company made assumptions regarding, among other things:

- initial drilling results;
- the expected costs of potential projects;
- future crude oil and natural gas prices;
- the regulatory framework with respect to exploration, royalties, taxes, environmental matters and resource recovery in the jurisdictions in which the Company conducts its business;
- the geology of the areas in which the Company will be exploring;
- that the Company's directors, officers, employees and agents complied at all times with relevant corruption legislation;
- the Company will be satisfied with the results of its diligence in respect of the Georgian acquisition opportunity and successfully finalize a definitive purchase
  agreement;
- the Company will successfully enter into farmout arrangements in respect of its Bulgarian shale gas working interests and farmin arrangements in Georgia; and
- the Company will successfully divest its interest in the Bieszczady block in Poland.

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These assumptions are based on certain factors and events that are not within the control of the Company and there is no assurance they will prove to be correct. The forward-looking statements are subject to known and unknown risks and uncertainties and other factors which may cause actual results, levels of activity and achievements to differ materially from those expressed or implied in the forward-looking statements. Such risks, uncertainties and factors include, among others:

- the risk that the Company's operating and capital costs escalate to levels beyond those contemplated in the Company's plans;
- risks related to the timing and scope of completion of the Company's projects;
- competition for, among other things, capital, the acquisition of reserves and resources, skilled personnel and equipment, and access to drilling, completion and
  production services, and gathering, processing and transportation infrastructure;
- failure to engage or retain key personnel on acceptable terms or at all;
- uncertainties inherent in estimating quantities of oil and natural gas resources and the risk that a significant portion of the resource estimates are based solely on Company internal estimates and the resource estimates prepared by RPS are based on a very small number of wells;
- potential losses which may stem from any disruptions in production, including work stoppages or other labour difficulties;
- failure by counterparties of the Company to make payments (including but not limited to payments for the purchase of the Company's production) or perform their
  operational or other obligations to the Company in compliance with the terms of contractual arrangements between the Company and such counterparties in a
  timely manner or at all;
- repatriation of earnings and cash from the jurisdictions in which the Company carries on business, including the Ukraine, Poland and Bulgaria, to foreign entities;
- uncertainty regarding the interpretation and application of Ukrainian, Polish, Bulgarian and Georgian laws and regulations and risks arising from the legal systems in these jurisdictions;
- failure by the Company or its public or private industry agents or partners to comply with applicable policies or laws, including those relating to corruption of government officials;
- political, economic and business risks in the jurisdictions in which the Company carries on and intends to carry on business, including the Ukraine, Poland, Bulgaria and Georgia;
- failure to successfully find, develop, tie-in, upgrade, transport and/or market and sell the Company's production on a timely basis and on commercial terms or at all;
- the need to obtain required approvals, licenses and permits and extensions thereof from regulatory authorities and risks related to the annulment of such approvals, licenses and permits and extensions thereof by such regulatory authorities;
- liabilities as a result of accidental damage to the environment; compliance with and liabilities under environmental laws and regulations;
- the uncertainty of estimates by the Company's independent consultants with respect to its contingent and prospective resources;
- the volatility of crude oil and natural gas prices;
- the risks associated with exploring for, developing and producing crude oil and natural gas;
- changes in the foreign exchange rate amount between the Canadian dollar, the U.S. dollar and other currencies in the jurisdictions in which the Company carries on business, including the Ukrainian hryvnia, the Polish zloty and the Bulgarian lev;
- liquidity and capital market constraints on the Company and the uncertainty of the Company's ability to attract capital for both debt and equity when necessary;
- general economic conditions in Canada and the Eastern European countries in which the Company carries on business, and global markets;
- failure to obtain industry partners and other third-party consents and approvals when required;

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- changes in or the introduction of new government regulations;
- risks relating to the early stage of development of the Company's assets and the nature of the exploration and development activities on such assets;
- risk that the Government of Bulgaria does not repeal the moratorium on fracing;
- title to the Company's properties may be subject to deficiencies that could materially affect the value thereof; and
- the Company will be reliant on third parties to operate certain of its properties.

The Company's forward-looking statements speak only as of the date made, and the Company undertakes no obligation to update or revise its forward looking statements, whether as a result of new information, future events or otherwise.

## **Cautionary Note Regarding Resource Disclosure**



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In this presentation the Company has disclosed estimated volumes of contingent and prospective resources. Prospective resources and contingent resources do not constitute, and should not be confused with, reserves. There is no certainty that it will be commercially viable to produce any portion of the resources. Resource estimates provided herein are estimates only. Actual contingent and prospective resources (and any volumes that may be classified as reserves) and future production from such contingent and prospective resources than or less than the estimates provided herein.

"Contingent resources" means those quantities of petroleum estimated, as of a given date, to be potentially recoverable from known accumulations using established technology or technology under development, but which are not currently considered to be commercially recoverable due to one or more contingencies. Contingencies may include factors such as economic, legal, environmental, political and regulatory matters or a lack of markets. It is also appropriate to classify as contingent resources the estimated discovered recoverable quantities associated with a project in the early evaluation stage.

"Prospective resources" means those quantities of petroleum estimated, as of a given date, to be potentially recoverable from undiscovered accumulations by application of future development projects.

The prospective and contingent resource estimates in this presentation were prepared by RPS Energy Canada Ltd. in their report dated effective November 30, 2012.