



Management's Discussion and Analysis

For the Period Ending
June 30, 2025

TAGOIL.COM

MANAGEMENT'S DISCUSSION AND ANALYSIS

The following Management's Discussion and Analysis ("MD&A") is dated August 29, 2025, for the three and six month period ended June 30, 2025, and should be read in conjunction with the condensed consolidated interim financial statements for the same period and the audited consolidated financial statements for the year ended December 31, 2024. This MD&A is prepared as required by Form 51-102F1 and is dated August 29, 2025.

The condensed consolidated interim financial statements for the three and six month period ended June 30, 2025, have been prepared in accordance with IFRS® Accounting Standards as issued by the International Accounting Standards Board (IASB®) and its interpretations. Results for the three and six month period ended June 30, 2025, are not necessarily indicative of future results. All figures are expressed in thousands of Canadian dollars unless otherwise stated.

ABOUT TAG OIL LTD.

TAG Oil Ltd. (the "Company" or "TAG") is a Canadian international upstream oil and gas exploration and production company listed on the TSX Venture Exchange under the trading symbol "TAO". The Company is focused on oil and gas exploration and development opportunities in the Middle East and North Africa ("MENA"). TAG holds an interest in the Badr Oil Field ("BED-1"), a 26,000-acre concession located in the Western Desert, Egypt, through a petroleum services agreement (the "PSA") with Badr Petroleum Company ("BPCO").

TAG's long-term plan is to deliver sustainable shareholder value through the evaluation of new acquisitions and joint venture opportunities primarily in Egypt and the broader MENA region, with the aim of expanding and identifying suitable additions to the Company's portfolio.

TAG will maintain its primary focus on the BED-1 field and continue to work on optimizing and unlocking shareholder value in other assets.

TAG CORPORATE

The letter of guarantee ("Letter of Guarantee"), originally issued in the amount of US\$6.0 million in support of the Company's obligations under the Production Sharing Agreement ("PSA") with BPCO, was fully released as at April 30, 2025, fully discharging the Company of any further commitments under the Letter of Guarantee.

RESULTS FROM OPERATIONS

On March 18, 2024, the BED4-T100 ("T100") horizontal well targeting the Abu Roash "F" ("ARF") tight, carbonate reservoir was finished drilling and the rig released. On April 25, 2024, the Company successfully completed the well with a twelve-stage hydraulic fracture treatment and initial production test results were provided on May 16, 2024. During flowback, the oil production rates ranged between 400 and 800 barrels of oil per day ("BOPD") as the well unloaded and the water-cut decreased to below 30%. The well continued to be unloaded under natural flow for another two weeks until a work-over rig was moved to location to install a jet pump lift system and surface facilities.

On July 8, 2024, the Company announced that it was continuing to produce oil and unload fracture fluid from the T100 well and had commenced shipping the crude oil to nearby processing facilities for further treatment and handling. Total oil produced from T100 as of the date of the announcement was more than 10,000 barrels (field measured gross oil production).

On October 15, 2024, the Company provided a further update on T100 well performance averaging 200 barrels of fluid per day with a 35% water-cut (~130 BOPD). The well initially produced via natural flow, transitioning to a jet pump for further recovery of fracture fluid containing sand, and is now equipped with a sucker rod pump for stable, longer-term production. Cumulative oil from T100 exceeded 15,000 barrels at the time of the update and has now exceeded 30,000 barrels at the end of June 2025 (field gross oil production estimates).

On December 6, 2024, the Company issued 40,093,900 units at a price of \$0.17 per unit for aggregate gross proceeds of \$6.8 million. Each unit consists of one common share and one warrant exercisable at \$0.25 per share and expiring on December 6, 2026. The aggregate underwriters' fee paid to the underwriters in connection with the offering was \$0.62 million in cash, 2,208,834 in broker warrants at \$0.25 per share expiring December 6, 2026, and \$0.4 million in other costs relating to the issuance.

On December 17, 2024, the Company announced the resignation of Mr. Toby Pierce as CEO and appointed Mr. Abdel (Abby) Badwi as the new CEO of the Company. Subsequently, on January 7, 2025, the Company announced the resignation of Mr. Toby Pierce as director of the Company and issued 1,250,000 common shares at \$0.16 per share as part of his employment severance package.

On April 7, 2025, the Company entered into a definitive asset sale and purchase agreement for the sale of its New Zealand royalty interests ("NZ Royalty"), which subsequently closed on April 22, 2025. The Company completed the sale for total consideration of up to US\$2.5 million, comprising (i) cash of US\$2.2 million received at closing and (ii) contingent milestone payments of up to US\$0.3 million payable on or before December 31, 2027. The contingent portion was not recognized due to low likelihood of realization, based on current production and market outlook.

The Company also entered into a definitive asset sale and purchase agreement dated April 7, 2025, for the sale of the Australian royalty interests (3.0% gross overriding royalty on future potential of production revenue from exploration permits PL 17, ATP 2037 and ATP 2038), which closed on June 6, 2025. The Company completed the sale for total consideration of US\$1,000,000, received in cash at closing.

Use of proceeds from December 9, 2024, financing

TAG raised \$5.8 million on December 9, 2024, to fund the T100 appraisal program. During December 2024 the T100 well generated incidental oil-sales revenue of \$0.46 million against production costs of \$0.78 million, resulting in a net cash outflow of \$0.32 million. Because only one of the three months in Q4-2024 occurred after the financing, management has applied one-third of that net outflow (~\$0.10 million) to the use of proceeds reconciliation. For Q1-2025, the entire net outflow of \$0.33 million is included as is the Q2 mount of \$0.13 million.

Adding these amounts to the \$0.74 million of capitalized E&E spend brings cumulative use of proceeds to \$1.31 million, leaving \$3.9 million of the original budgets available for future appraisal activity. TAG will continue to report quarterly on the deployment of the remaining funds until the proceeds are fully expended or formally re-allocated.

IFRS 15 requires TAG to recognise any cash received from selling test oil as "oil sales" and to expense the related lifting and handling costs as "production costs." Operationally, however, these inflows/outflows belong to the T100 appraisal program. Management can therefore show the net outflow in the use of proceeds reconciliation, provided the MD&A clearly explains the bridge to the IFRS presentation.

Period	Oil sales ('000)	Production costs ('000)	Net appraisal spend ('000)
December-2024 (month ended December 31, 2024)	154	259	(105)
Q2-2025 (six months ended June 30, 2025)	705	1,169	(464)
Cumulative to June 30, 2025	859	1,428	(569)

Use of proceeds

Activity / Nature of Expenditure	Original plan ('000)	Spent to June 30, 2025 ('000)	Remaining budget ('000)	Explanation
Appraisal and Development Activities	5,200	1,310	3,890	Components: (i) \$0.30 million E&E CAPEX in December 2024; (ii) \$0.44 million E&E CAPEX in 2025; (iii) \$0.57 million net appraisal cash-outflow.
Unallocated Working Capital	587	587	0	Buffer fully utilized for corporate G&A, lease payments and Egypt branch set-up.
Total	5,787	1,897	3,890	

Working capital at June 30, 2025, was \$4.87 million, comprising \$5.34 million of cash and \$1.30 million of other current assets less current liabilities of \$1.77million. Management will use discretion to apply available funds to the T100 appraisal program and G&A and other items as necessary.

FIRST QUARTER FINANCIAL AND OPERATING HIGHLIGHTS

- At June 30, 2025, the Company had \$5.3 million in cash and cash equivalents and \$4.9 million in working capital.
- Oil production from the T100 horizontal and BED 1-7 vertical wells for the three month period ended June 30, 2025, was approximately 110 BOPD (field gross producing day average oil rates).
- Cumulative oil production for the second quarter from both wells was approximately 8,797 barrels (field gross oil production). Cumulative oil production from the wells at the end of June 2025, from commencement on April 23, 2023 for BED 1-7 and April 26, 2024, for T100 exceeded 47,500 barrels (field gross oil prior to proration to sales oil delivered volumes and crude oil inventory changes).
- Production rates on both T100 and BED 1-7 wells has been steady under sucker rod lift systems.
- Oil delivery volumes in Q2-2025 were approximately 7,271 barrels from both wells or equivalently an average of 91 barrels per producing day.
- Deliveries of crude oil from both wells have continued on a regular basis to GPC Ras Gharib processing facility in the Eastern Desert of Egypt.
- Construction improvements were completed on both well-site early production facilities for improved handling and treatment of the medium grade ARF crude.
- Oil sales of \$0.4 million were recorded for the three month period ended June 30, 2025.
- Capital expenditures amounted to \$0.3 million for the three month period ended June 30, 2025. The amount consists primarily of exploration and evaluation activities.

BUSINESS ENVIRONMENT

BUSINESS ENVIRONMENT – EGYPT

Macro-economic backdrop

Egypt's macro-economic environment remains volatile but is showing tentative improvement. According to *Reuters* economic reporting (June 2025), Egypt's urban headline inflation rose from 13.9% in April to 16.8% in May, well above market expectations. The increase was attributed largely to unfavorable base effects, despite broader disinflation from the 38% highs recorded in late 2023. Core inflation, which excludes more volatile items such as food and energy, increased more modestly to 13.1% in May from 10.4% in April (source: *Reuters Consensus Data*, June 2025).

Foreign exchange & monetary policy

The Central Bank of Egypt lowered its overnight deposit rate to 24% as of May 22, 2025, down from much higher levels earlier in the reform cycle (source: *Reuters*, May 2025). According to Reuters reporting, quarter-end Q1-2025 GDP growth was estimated at approximately 5.0%, improving from 4.3% in Q4-2024, signaling tentative macroeconomic stabilization. A Reuters economist poll further forecast fiscal year 2024/25 GDP growth of 3.8%, with inflation expected to average ~20.5% before easing to ~12.2% in 2025/26 (source: *Reuters Consensus Polls*, May 2025; *IMF Fourth Review Summary*, June 2025).

Earlier consensus from a January 2025 Reuters poll had estimated GDP growth of 4.0% for fiscal 2024/25, accompanied by easing inflation and gradual currency weakening to ~EGP 50–52 per USD by mid-2026 (source: *Reuters Consensus Polls*, January 2025).

Exchange-rate trajectory

Recent published data suggest the Egyptian pound has been relatively stable, with independent market forecasts placing the EGP/USD rate between EGP 45–48 through late 2025, averaging around EGP 47/US\$ (source: *CoinCodex FX Forecasts*, July 2025). Additional analyst projections reported by Reuters in June 2025 indicated moderate depreciation ahead, with the currency expected to reach approximately EGP 51.9 per USD by year-end 2025.

IMF support & reforms

Egypt continues to draw from its US\$8 billion IMF programme, with a further US\$1.2 billion disbursement approved following the fourth programme review, and access to another US\$1.3 billion under the IMF's Resilience & Sustainability Facility (source: *Associated Press*, June 2025). These inflows support foreign exchange reserves and bolster investor confidence, underpinning the recent monetary-policy easing and broader reform trajectory.

Implications for TAG

- **Cost pressures persist:** Inflation escalation (16.8% in May), coupled with higher fuel and imported goods costs, continues to erode margins. CPI-linked escalators in service contracts and diesel subsidy removal remain significant pressures.
- **Some breathing space:** The central bank's rate cuts and inflation easing efforts hint at gradual relief for financing costs. FX convertibility has improved modestly, potentially enhancing US\$-denominated repatriations.
- **Strategic continuity:** Egypt remains a core growth jurisdiction. TAG's phased capital deployment for BED-1 attuned to FX availability and vendor timing remains prudent, augmented by \$2.2 million from the NZ Royalty sale and \$1 million from the Australian Royalty sale closed June 6, 2025. Ongoing screening of MENA opportunities further diversifies geopolitical and macro-economic exposure.

Strategic outlook

Egypt remains a core growth jurisdiction given material resource potential and a government policy geared toward attracting foreign E&P investment.

TAG will phase BED-1 capital deployments to align with FX availability and vendor lead times; the NZ Royalty sale proceeds (US\$2.2 m) enhance flexibility.

The Company also entered into a definitive asset sale and purchase agreement dated April 7, 2025, for the sale of the Australian Royalty, which closed on June 6, 2025. The Company completed the sale for total consideration of US\$1,000,000, received in cash at closing.

Management continues to screen additional MENA opportunities with similar fiscal terms to diversify country risk.

Conclusion

While Egypt's macro backdrop is improving, elevated inflation and FX constraints remain key uncertainties. TAG's disciplined capital allocation, local-currency risk management and liquidity position (C\$4.97 m working capital) position the Company to progress appraisal activities while preserving balance-sheet resilience.

Liquidity and Capital Resources

As at June 30, 2025, the Company held \$5.3 million in cash and cash equivalents and had positive working capital of \$4.9 million. This provides flexibility to meet near-term obligations and fund strategic priorities.

The Company continues to monitor its cash flow from oil sales and assess additional funding requirements. The proceeds from the December 2024 financing have been earmarked primarily for appraisal and development activities. However, as the Company is in a pre-commercial stage, it will be required to fund ongoing operating costs and general and administrative (G&A) expenses from available cash resources.

Any additional material expenditures or acquisitions may require supplemental capital. The Company is managing its capital program to remain aligned with available resources while progressing core field development activities at BED-1. The balance between operational investment and financial discipline remains a key focus for 2025.

Going Concern

These consolidated financial statements have been prepared in accordance with IFRS® on the assumption that the Company will continue as a going concern, meaning it will continue in operation for the foreseeable future and will be able to realize assets and discharge liabilities in the ordinary course of operations.

While the Company has a positive working capital balance of \$4.9 million, there can be no assurance that the positive working capital balance will be sufficient to fund the Company's operations.

The Company's ability to continue as a going concern is dependent upon its ability to generate positive cash flow from operations or obtain additional financing to fund its operations. Although the Company raised funds through the issuance of equity securities in 2024, there can be no assurance that the Company will be able to raise sufficient funds in the future.

If future financing efforts required to fund the Company's operations are unsuccessful it indicates that material uncertainties may exist that cast significant doubt on the Company's ability to continue as a going concern.

These condensed consolidated interim financial statements do not include any adjustments to the carrying value of the assets and liabilities, the reported revenues and expenses, or the balance sheet classifications that would be necessary if the Company were unable to realize its assets and settle its liabilities as a going concern in the normal course of operations. Such adjustments could be material.

SUMMARY OF QUARTERLY INFORMATION

<i>Three months ended in</i>	Jun 30, 2025	Mar 31, 2025	Dec 31, 2024	Sept 30, 2024	Jun 30, 2024	Mar 31, 2024	Dec 31, 2023	Sept 30, 2023
<i>Canadian ('000), except per share or boe</i>								
Net production volumes (boe/d)	70	63	102	167	-	-	8	41
Total revenue	380	325	461	403	-	-	17	262
Production costs	(513)	(656)	(776)	(551)	(116)	(113)	(461)	(877)
Depletion and depreciation	(87)	(116)	(123)	(79)	(56)	(57)	(65)	(62)
Foreign exchange (loss) gain	(40)	31	(34)	1	(51)	338	(60)	326
Interest and other income	26	35	68	76	138	227	295	268
Stock-based compensation	(30)	(64)	(67)	(110)	(184)	(240)	(341)	(630)
General and administrative	(1,277)	(1,725)	(1,933)	(1,672)	(1,927)	(1,426)	(2,004)	(1,124)
Bad debts	-	-	(179)	-	-	-	-	-
Exploration expense	(1)	-	(1)	(10)	-	(17)	(98)	-
Interest and penalties recovered	-	-	-	-	-	361	-	-
Gain on sale of royalties	1,625	-	-	-	-	-	-	-
(Loss) gain on royalty valuation	-	(109)	1,453	(297)	18	144	(654)	566
Loss on sale of assets	-	(18)	-	-	-	-	-	-
Net income (loss) before tax	83	(2,297)	(1,131)	(2,239)	(2,178)	(783)	(3,371)	(1,271)
Income tax	-	-	-	-	-	-	-	-
Net income (loss)	83	(2,297)	(1,131)	(2,239)	(2,178)	(783)	(3,371)	(1,271)
Earnings (loss) per share – basic	0.00	(0.01)	(0.01)	(0.01)	(0.01)	(0.00)	(0.02)	(0.01)
Earnings (loss) per share – diluted	0.00	(0.01)	(0.01)	(0.01)	(0.01)	(0.00)	(0.02)	(0.01)
Adjusted net loss ⁽¹⁾	(1,524)	(2,170)	(2,405)	(1,942)	(2,196)	(1,288)	(2,717)	(1,837)
Capital expenditures	265	179	1,035	4,781	4,540	5,714	10,072	4,516
Cash flow (used in) provided by operating activities	(1,469)	(2,701)	(820)	(3,291)	(2,970)	1,099	906	(783)

(1) Adjusted net loss is a non-GAAP measure. Adjusted net loss represents earnings before impairment expense and write-offs. See non-GAAP measures for further explanation.

For the quarter ended June 30, 2025, the Company reported \$0.4 million in revenue and \$nil in the quarter ended June 30, 2024. During this period, the Company was engaged in exploration and preliminary evaluation work on properties in Egypt. In conjunction with the T100 well the BED 1-7 well was returned to production after completing a reservoir pressure build-up assessment to determine the extent of the ARF reservoir. Production costs for the latest quarter were \$0.5 million and \$0.1 million in June 30, 2024.

The net income before tax for the quarter ended June 30, 2025, was \$0.1 million, an increase from a net loss of \$2.2 million in the quarter ended June 30, 2024. The adjusted net loss for the quarter ended June 30, 2025, was \$1.5 million and \$2.2 million in the quarter ended June 30, 2024. The increase in net income is attributed primarily to a gain on sale of royalties of \$1.6 million compared to \$nil in the quarter ended June 30, 2024, a decrease in general and administrative expenses to \$1.2 million, down from \$1.9 million in the quarter ended June 30, 2024, and changes in other financial metrics.

General and Administrative Expenses ("G&A")

	Three months ended		Six months ended	
	June 30, 2025	June 30, 2024	June 30, 2025	June 30, 2024
<i>Canadian ('000)</i>				
Consulting fees	130	206	255	346
Director fees	3	33	5	62
Filing, listing and transfer agent	22	32	42	56
Insurance	20	19	46	33
Office and administration	123	217	251	373
Professional fees	163	131	296	333
Rent	26	48	54	109
Reports	33	31	33	31
Shareholder relations and communications	180	290	314	425
Travel	54	195	84	367
Wages and salaries	523	725	1,622	1,218
Oil and Gas G&A expenses	1,277	1,927	3,002	3,353

General and administrative costs decreased to \$1.3 million for the quarter ended June 30, 2025, from \$1.9 million for the quarter ended June 30, 2024. The decrease is due to a decrease in wages and salaries of \$0.2 million, a decrease in office and administration of \$0.1 million and a decrease in travel of \$0.1 million.

Stock-based Compensation

	Three months ended		Six months ended	
	June 30, 2025	June 30, 2024	June 30, 2025	June 30, 2024
<i>Canadian ('000)</i>				
Stock-based compensation	30	184	94	424

Stock-based compensation costs are non-cash charges, which reflect the theoretically estimated value of stock options granted. The Company applies the Black-Scholes option pricing model using the closing market prices on the grant dates and to date the Company has calculated option benefits using a volatility ratio and a risk-free interest rate. The theoretical fair value of the option benefit is amortized on a diminishing basis over the vesting period of the options, generally being a minimum of two years.

In the quarter ending June 30, 2025, 2,050,000 stock options expired and the Company did not grant or exercise any stock options.

Stock-based compensation decreased to \$0.0 million in the quarter ended June 30, 2025, compared to \$0.2 million for the quarter ended June 30, 2024. The decrease in total stock-based compensation costs is due to no options granted in the current period.

Depletion and Depreciation

	Three months ended		Six months ended	
	June 30, 2025	June 30, 2024	June 30, 2025	June 30, 2024
<i>Canadian ('000)</i>				
Depletion and depreciation	87	56	203	113

Depletion and depreciation expenses slightly increased for the quarter ended June 30, 2025, to \$0.1 million compared with \$0.1 million for the quarter ended June 30, 2024, the increase is due to the lease in Egypt in the amount of \$1.3 million during the year ended December 31, 2024.

Foreign Exchange (Loss) Gain

<i>Canadian ('000)</i>	Three months ended		Six months ended	
	June 30, 2025	June 30, 2024	June 30, 2025	June 30, 2024
Foreign exchange (loss) gain	(40)	(51)	(9)	287

The foreign exchange (loss) gain for the quarter ended June 30, 2025, was a result of movement of the CDN against the USD, EGP, EUR, and NZD.

Net Income (Loss) Before Income Tax and Net Loss After Tax

<i>Canadian ('000)</i>	Three months ended		Six months ended	
	June 30, 2025	June 30, 2024	June 30, 2025	June 30, 2024
Net income (loss) before tax	83	(2,178)	(2,214)	(2,961)
Income tax	-	-	-	-
Net income (loss) after tax	83	(2,178)	(2,214)	(2,961)
Earnings (loss) per share – basic (\$)	0.00	(0.01)	(0.01)	(0.02)
Earnings (loss) per share – diluted (\$)	0.00	(0.01)	(0.01)	(0.02)

Cash Flow

<i>Canadian ('000)</i>	Three months ended		Six months ended	
	June 30, 2025	June 30, 2024	June 30, 2025	June 30, 2024
Operating cash flow ⁽¹⁾	(1,468)	(2,139)	(3,223)	(3,011)
Cash used in operating activities	(1,469)	(2,970)	(4,170)	(1,871)
Operating cash flow per share – basic and diluted (\$)	(0.01)	(0.02)	(0.02)	(0.02)

(1) Cash flow used in operating activities before changes in non-cash working capital is a non-GAAP measure. It represents cash flow from operating activities before changes in working capital. See non-GAAP measures for further explanation.

Operating cash outflow decreased to \$1.5 million for the quarter ended June 30, 2025, compared to \$2.1 million for the quarter ended June 30, 2024. The decrease in operating cash outflow is mainly due to net income for the quarter ended June 30, 2025 in the amount of \$0.1 million, compared to a net loss of \$2.2 million in the quarter ended June 30, 2024, and gain on sale of royalties of \$1.6 million in the quarter ended June 30, 2025, compared to a gain on sale of royalties of \$nil in the quarter ended June 30, 2024.

CAPITAL EXPENDITURES

Capital expenditures consisted of exploration and evaluation assets of \$0.3 million for the quarter ended June 30, 2025. Capital expenditures consisted of exploration and evaluation assets of \$14.8 million and capital leases, office equipment, and leasehold improvements of \$1.3 million for the year ended December 31, 2024.

FUTURE CAPITAL EXPENDITURES

The Company had the following commitments for capital expenditure at June 30, 2025:

Contractual Obligations <i>Canadian ('000)</i>	Total	Less than One Year	Two to Five Years	More than Five Years
Operating leases ⁽¹⁾	1,607	428	1,179	-
Other long-term obligations	-	-	-	-
Total contractual obligations	1,607	428	1,179	-

(1) The Company has three lease commitments related to corporate office leases signed in Egypt and Vancouver, Canada.

The Company met its commitments in the PSA and any future selective development and exploration opportunities. Commitments and work programs are subject to change as dictated by cashflow. The Company is also obligated under the PSA to provide equal to US\$50,000 per year at the beginning of each financial year towards training technology transfer.

LIQUIDITY AND CAPITAL RESOURCES

<i>Canadian ('000)</i>	Six months ended Jun 30, 2025	Twelve months ended Dec 31, 2024
Cash and cash equivalents	5,340	6,574
Working capital	4,869	5,014
Contractual obligations, next twelve months	428	1,094
Revenue	380	864
Cashflow used in operating activities	(4,170)	(5,982)

Working capital

At June 30, 2025, TAG held \$5.3 million in cash and cash equivalents (December 31, 2024: \$6.6 million) and had positive working capital of \$4.9 million (December 31, 2024: \$5.0 million).

Funding requirements (next 12 months)

The work program calls for:

- Continuing operation and minor well servicing support, as required, on T100 and BED 1-7 wells.
- Planning and preparation to drill, complete, and equip the next vertical/horizontal ARF well; and
- ~\$3 million of corporate G&A, lease, and regulatory expenditures.

Sources of funds

Management is evaluating:

1. A secondary equity financing or strategic private placement;
2. A farm-out of a minority working interest in BED-1; and
3. Vendor-backed equipment leasing to reduce upfront cash calls.

Consequences if financing is delayed

Failure to close additional financing on acceptable terms by Q3-2025 would require TAG to defer Phase-2 drilling until 2026, reduce discretionary G&A, and renegotiate vendor payment terms, which could materially postpone production growth. These conditions represent a material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern.

NON-GAAP MEASURES

The Company uses certain terms for measurement within this MD&A that do not have standardized meanings prescribed by generally accepted accounting principles ("GAAP"), including IFRS, and these measurements may differ from other companies and accordingly may not be comparable to measures used by other companies.

Adjusted net loss

The term "adjusted net loss" is not a recognized measure under the applicable IFRS. Management of the Company believes that this term is useful to provide shareholders and potential investors with additional information, in addition to net income activities as defined by IFRS, for evaluating the Company's recurring operating performance, excluding the impact of non-cash impairment charges.

<i>Canadian ('000)</i>	Three months ended		Six months ended	
	June 30, 2025	June 30, 2024	June 30, 2025	June 30, 2024
Adjusted net loss before tax	(1,542)	(2,196)	(3,730)	(3,484)
Gain on sale of royalties	1,625	-	1,625	-
Gain (loss) on royalty valuation	-	18	(109)	162
Interest and penalties recovered	-	-	-	361
Net income (loss) before tax	83	(2,178)	(2,214)	(2,961)

Reconciliation of Operating Cash Flow

Cash flow used in operating activities before changes in non-cash working capital is a non-GAAP measure. Cash flow used in operating activities before changes in non-cash working capital is a measure that represents cash generated from operating activities before changes in non-cash working capital. Management considers this a key measure as it demonstrates the Company's ability to generate the cash flows necessary to fund future growth through capital investment.

<i>Canadian ('000)</i>	Three months ended		Six months ended	
	June 30, 2025	June 30, 2024	June 30, 2025	June 30, 2024
Cash used in operating activities	(1,469)	(2,970)	(4,170)	(1,871)
Changes in non-cash working capital	1	831	947	(1,140)
Operating cash flow	(1,468)	(2,139)	(3,223)	(3,011)

OFF-BALANCE SHEET ARRANGEMENTS AND PROPOSED TRANSACTIONS

The Company has no off-balance sheet arrangements or proposed transactions other than the transactions disclosed in this MD&A.

FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

The financial instruments on the Company's balance sheet include cash, trade receivable and other, restricted cash and accounts payable. The carrying value of these instruments approximates their fair value due to the short term nature of the instruments. Royalties are classified as fair value through profit or loss. The Company manages its risk through its policies and procedures, but other than as described above has not generally used derivative financial instruments to manage risks.

RELATED PARTY TRANSACTIONS

As required under IAS 24, related party transactions include compensation paid to the Company's CEO/Executive Chairman, COO, and CFO as well as to the remaining board members as part of the ordinary course of the Company's business. The Company reports that no related party transactions have occurred during the reporting period other than ongoing compensation as disclosed in the table below.

The Company is of the view that the amounts incurred for services provided by related parties approximate what the Company would incur to arms-length parties for the same services. Compensation paid to key management is as follows:

	Three months ended		Nine months ended	
	June 30,	June 30,	June 30,	June 30,
<i>Canadian ('000)</i>	2025	2024	2025	2024
Stock-based compensation	10	85	40	221
Management wages and director fees	145	277	290	554
Total management compensation	155	362	330	775

SHARE CAPITAL

- At June 30, 2025, there were 226,461,693 common shares, 8,775,001 stock options outstanding, 40,093,900 warrants outstanding, and 2,208,834 broker warrants outstanding.
- At August 29, 2025, there were 226,461,693 common shares, 8,775,001 stock options outstanding, 40,093,900 warrants outstanding, and 2,208,834 broker warrants outstanding.

The Company has one class of common shares. No class A or class B preference shares have been issued.

SUBSEQUENT EVENTS

None noted.

SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGEMENTS

The preparation of the consolidated financial statements requires management to make estimates and judgements that affect the reported amounts of assets, liabilities, revenues, expenses and the disclosure of contingencies. Such estimates primarily relate to unsettled transactions and events as of the date of the consolidated financial statements. These estimates are subject to measurement uncertainty. Actual results could differ from and affect the results reported in these consolidated financial statements.

Areas of judgement that have the most significant effect on the amounts recognized in these consolidated financial statements are recoverability, impairment and fair value of royalties and other interests, exploration and evaluation and property and equipment, deferred tax assets and liabilities and functional currency.

Key sources of estimation uncertainty that have the most significant effect on the amounts recognized in these consolidated financial statements are recoverability, impairment and fair value of oil and gas properties, deferred tax assets and liabilities, determination of the fair values of stock-based compensation and assessment of contingencies.

Property and equipment, and exploration and evaluation

The recoverable amount for property and equipment and exploration and evaluation is the higher of fair value less costs to dispose and value in use. In assessing fair value less costs to dispose, the Company must estimate the price that would be received to dispose the asset or cash-generating unit ("CGU") less any incremental costs directly attributable to the disposal. In assessing value in use, the estimated cash flows are discounted to their present value using an appropriate discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or

CGU. Arriving at the estimated future cash flows involves significant judgements, estimates and assumptions, including those associated with the future cash flows of the CGU, determination of the CGU and discount rates.

Royalties

The calculation of royalties requires estimates of future production, oil and gas prices, and quality discounts. These estimates impact royalties and gain on royalty valuation.

Income taxes

The calculation of income taxes requires judgment in applying tax laws and regulations, estimating the timing of the reversals of temporary differences, and estimating the reliability of deferred tax assets. These estimates impact current and deferred income tax assets and liabilities, and current and deferred income tax expense (recovery).

Stock-based compensation

The calculation of stock-based compensation requires estimates of volatility, forfeiture rates and market prices surrounding the issuance of stock options. These estimates impact stock-based compensation expense and stock-based payment reserve.

Functional currency

The determination of a subsidiary's functional currency often requires significant judgment where the primary economic environment in which they operate may not be clear. This can have a significant impact on the consolidated results of the Company based on the foreign currency translation methods used.

Contingencies

Contingencies are resolved only when one or more events transpire. As a result, the assessment of contingencies inherently involves estimating the outcome of future events.

CHANGES IN ACCOUNTING POLICIES

None noted.

BUSINESS RISKS AND UNCERTAINTIES

The Company, like all companies in the international oil and gas sector, is exposed to a variety of risks which include title to oil and gas interests, the uncertainty of finding and acquiring reserves, funding and developing those reserves and finding storage and markets for them. In addition there are commodity price fluctuations, interest and exchange rate changes and changes in government regulations. The oil and gas industry is intensely competitive and the Company must compete against companies that have larger technical and financial resources. The Company works to mitigate these risks by evaluating opportunities for acceptable funding, considering farm-out opportunities that are available to the Company, operating in politically stable countries, aligning itself with joint venture partners with significant international experience and by employing highly skilled personnel. The Company also maintains a corporate insurance program consistent with industry practice to protect against losses due to accidental destruction of assets, well blowouts and other operating accidents and disruptions. The oil and gas industry is subject to extensive and varying environmental regulations imposed by governments relating to the protection of the environment and the Company is committed to operate safely and in an environmentally sensitive manner in all operations.

There have been no significant changes in these risks and uncertainties during the quarter ended June 30, 2025.

Please also refer to "Forward Looking Statements".

Additional information relating to the Company is available on Sedar+ at www.sedarplus.ca.

DISCLAIMER AND FORWARD LOOKING STATEMENTS

The MD&A contains forward-looking statements within the meaning of securities laws, including the “safe harbour” provisions of Canadian securities legislation. Forward-looking statements and information concerning anticipated financial performance are based on management’s assumptions using information currently available. Material factors or assumptions used to develop forward-looking information include drilling programs and results, facility and pipeline construction operations and enhancements, potential business prospects, growth strategies, the ability to add production and reserves through development and exploration activities, the ability to reduce costs and extend commitments, projected capital costs, government legislation, well performance, the ability to market production, the commodity price environment and quality differentials and exchange rates. Management also assumes that the Company will continue to be able to maintain permit tenures in good standing, that the Company will be able to access equity capital when required and that the Company will maintain access to necessary oil and gas industry services and equipment to conduct its operations. Although management considers its assumptions to be reasonable based on these factors, they may prove to be incorrect.

Forward-looking information is often, but not always, identified by the use of words such as “anticipate”, “assume”, “believe”, “estimate”, “expect”, “forecast”, “guidance”, “may”, “plan”, “predict”, “project”, “should”, “will”, or similar words suggesting future outcomes. Forward-looking statements in this MD&A include, but are not limited to, statements with respect to oil and natural gas operations and acquisitions; statements regarding boe/d production capabilities; and other statements set out herein. Also included in this MD&A are forward-looking statements regarding the achievement of any of the event specific payments and the benefits to TAG of the gross overriding royalties. In making the forward-looking statements in this release, TAG has applied certain factors and assumptions that are based on information currently available to TAG as well as TAG’s current beliefs and assumptions made by TAG, including the current operations in Egypt.

Because forward-looking information addresses future events and conditions, it involves risks and uncertainties that could cause actual results to differ materially from those contemplated by the forward-looking information. These risks and uncertainties include, but are not limited to: access to capital, commodity price volatility; well performance and marketability of production; transportation and refining availability and costs; exploration and development costs; infrastructure costs; the recoverability of reserves; reserves estimates and valuations; the Company’s ability to add reserves through development and exploration activities; accessibility of services and equipment; fluctuations in currency exchange rates; and changes in government legislation and regulations. Risks with respect to the operations in Egypt.

The forward-looking statements contained herein are as of June 30, 2025, and are subject to change after this date. Readers are cautioned that the foregoing list of factors that may affect future results is not exhaustive and as such undue reliance should not be placed on forward-looking statements. Except as required by applicable securities laws, with the exception of events or circumstances that occurred during the period to which the MD&A relates that are reasonably likely to cause actual results to differ materially from material forward-looking information for a period that is not yet complete that was previously disclosed to the public, the Company disclaims any intention or obligation to update or revise these forward-looking statements, whether as a result of new information, future events or otherwise.

Disclosure provided herein in respect of boe (barrels of oil equivalent) may be misleading, particularly if used in isolation. A boe conversion ratio of 6 Mcf:1bbl is based on an energy equivalency conversion method primarily applicable at the burner tip and does not represent a value equivalency at the wellhead.

References to “oil” herein include crude oil and field condensate.

The information provided herein pertaining to the Egyptian oil and gas sector is based on sources that are publicly available as of August 29, 2025. While every effort has been made to ensure the accuracy and reliability of the information, it is important to recognize that public sources can vary in their credibility and may change over time. The content does not constitute professional advice and should not be relied upon as such. Users are encouraged to verify the information independently and consult relevant professionals for advice tailored to their specific circumstances.

CORPORATE INFORMATION

DIRECTORS AND OFFICERS

Abdel (Abby) Badwi
Executive Chairman, CEO and Director
Alberta, Canada

Keith Hill, Director
Florida, USA

Thomas Hickey, Director
Maisons-Laffitte, France

Shawn Reynolds, Director
New Jersey, USA

Gavin Wilson, Director
Zurich, Switzerland

Suneel Gupta, VP and COO
Alberta, Canada

Barry MacNeil, CFO
British Columbia, Canada

Giuseppe (Pino) Perone,
General Counsel and Corporate Secretary
British Columbia, Canada

CORPORATE OFFICE

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Canada V6E 3S7
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Facsimile: 1-604-682-1174

BANKER

Bank of Montreal
Vancouver, British Columbia

SUBSIDIARIES (at June 30, 2025)

TAG Energy International Ltd.
TAG Southeast RAS Qattara Ltd.
TAG Petroleum Egypt Ltd. (Cyprus)
TAG Petroleum Egypt Ltd. (Egypt Branch)
TAG Oil (NZ) Limited

LEGAL COUNSEL

Blake, Cassels & Graydon LLP
Vancouver, British Columbia

AUDITORS

Deloitte LLP
Chartered Professional Accountants
Calgary, Alberta

REGISTRAR AND TRANSFER AGENT

Computershare Investor Services Inc.
100 University Avenue, 9th Floor
Toronto, Ontario
Canada M5J 2Y1
Telephone: 1-800-564-6253
Facsimile: 1-866-249-7775

The Annual General Meeting was held on
December 5, 2024 at 10:00 am in Vancouver,
British Columbia, Canada.

SHARE LISTING

TSX Venture Exchange (*TSX-V*)
Trading Symbol: TAO
OTCQX Trading Symbol: TAOIF

SHAREHOLDER RELATIONS

Telephone: 604-682-6496
Email: ir@tagoil.com

SHARE CAPITAL

At August 29, 2025, there were 226,461,693
shares issued and outstanding.
Fully diluted: 277,539,428 shares.

WEBSITE

www.tagoil.com

TAG Oil (Offshore) Limited
Trans-Orient Petroleum Ltd.
Orient Petroleum (NZ) Limited
CX Oil Limited