

PRICKLY PEAR

ENERGY, LLC



Important Notices:

INVESTING IN THIS PROJECT INVOLVES A HIGH DEGREE OF RISK. PARTICIPATION IS ONLY SUITABLE FOR SOPHISTICATED PERSONS WHO UNDERSTAND THE LONG TERM NATURE AND RISK ASSOCIATED WITH OIL AND GAS EXPLORATION AND DEVELOPMENT. YOU MUST BE ABLE TO AFFORD THE ECONOMIC RISK OF YOUR CAPITAL CONTRIBUTION FOR AN INDEFINITE PERIOD OF TIME AND, AT THE PRESENT TIME, AFFORD A TOTAL LOSS OF YOUR CAPITAL CONTRIBUTION.

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THE INFORMATION CONTAINED HEREIN IS GENERAL IN NATURE AND SHOULD NOT BE CONSIDERED TO BE LEGAL, TAX, ACCOUNTING, CONSULTING OR ANY OTHER PROFESSIONAL ADVICE. IN ALL CASES YOU SHOULD CONSULT WITH A PROFESSIONAL FAMILIAR WITH YOUR PARTICULAR FACTUAL SITUATION FOR ADVICE CONCERNING SPECIFIC MATTERS BEFORE MAKING ANY DECISIONS.

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THIS DOCUMENT DOES NOT CONSTITUTE AN OFFER TO SELL ANY INTEREST IN THE PROJECT TO ANY PERSON TO WHOM IT MAY BE UNLAWFUL TO DO SO, AND THE COMPANY RESERVES THE RIGHT TO DENY PARTICIPATION IN THE PROJECT TO ANY PERSON FOR ANY REASON. THIS DOCUMENT AND THE INFORMATION IT CONTAINS IS PROVIDED TO YOU ONLY SO THAT YOU MAY CONSIDER WHETHER YOU HAVE AN INTEREST IN COMMUNICATING WITH THE COMPANY REGARDING PARTNERING IN THE PROJECT.

Prickly Pear Energy, LLC

Duval County, Texas

Triple Play Prospect

3 Well Drilling Project

Total Units	50
Unit Cost	\$47,500.00
Per Unit Working Interest Per	1 %
Unit Net Revenue Interest	.70%

Howitzer Operating Operator

#406661

This project is subject to prior sale and or withdrawal at any time.

The above working interest participation costs are based on a Turnkey Drilling Contract and subject to that certain operating agreement.

Dated April 5th 2024

The information contained herein is not to be considered an offer to sell or an offer to purchase the interests described herein at any set terms or under any set conditions. The information provided herein is solely provided to obtain indications of interest. The information contained herein was gathered from sources believed to be accurate and reliable, however, the submitter of the same shall not be responsible for any inaccuracies or losses occasioned thereby for any reason. The interests described herein are subject to prior sale, modification and withdrawal at the option of Prickly Pear Energy, LLC., and other parties affiliated with Prickly Pear Energy, LLC., without notice and without recourse on the part of any third party whatsoever.

Three Well Turnkey Source and Application of Proceeds:

Source of Proceeds³

<u>Unit Subscriptions:</u>	<u>Amount</u> ¹	<u>Percentage</u> ²
Subscriptions	<u>2,375,000</u>	<u>50%</u>

Application of Proceeds³

Leasehold Acquisition	\$40,000.00	1.68%
Drilling and Testing Cost/Turnkey	\$1,543,750.00	65%
Completion Costs/Turnkey	<u>\$394,250.00</u>	16.60%
General and Administrative	\$356,250.00	15.00%
Legal and Accounting	<u>\$40,750.00</u>	<u>1.72%</u>
Total	<u><u>\$2,375,000.00</u></u>	<u><u>100.00%</u></u>

¹Reflects total funds to be paid by Participants on a Three Well Turnkey basis. The Company will pay none of these costs, unless it acquires Units. Assumes all Units are sold.

² Percentages rounded to nearest hundredth percent where applicable.

³ All amounts are estimates and actual amounts could vary significantly from these estimates.

Three Well Turnkey Agreement: The Company has entered into a Three Well Turnkey Agreement with the Operator to complete the drilling, testing, and if applicable completion and equipping of the subject wells. The Operator, subject to the operating agreement will then 3 wells to the depth of +/- 4600 MD in an effort to establish Production in Commercial Quantities from the Objective Formation. The Three Well Turnkey Agreement states that Operator will be limited to one attempt to complete each well in the Objective Formation in an effort to establish Production in Commercial Quantities. Any additional attempts are not covered in the Three Well Turnkey Agreement. Operator shall conduct all of its efforts in a good and workmanlike manner and with reasonable due diligence. The Three Well Turnkey Agreement only covers the Proposed Operations. Any Operations after the initial completion attempt in the Objective Formation in an effort to establish Production in Commercial Quantities will be an Additional or Subsequent Operation under the Operating Agreement and is not covered by the Three Well Turnkey Agreement. Costs for any Additional or Subsequent Operation will be on an actual cost basis.

WHO IS PRICKLY PEAR ENERGY, LLC?

TEXAS OIL & GAS EXPLOITATION COMPANY. Prickly Pear is an oil and gas exploitation company that leases, drills, and operates historically under-developed oil and gas assets. Specifically, Prickly Pear generates oil and gas projects targeting areas known to possess producible reserves that are undergoing little current drilling activity, if any.

WHY IS PRICKLY PEAR 'S STRATEGY IMPORTANT?

BETTER FINANCIAL RETURNS, LOWER RISK PROFILE. Simply stated, Prickly Pear 's strategy allows the company to lease larger acreage blocks at lower cost, while minimizing the royalty burden on the target acreage, thereby maximizing financial returns from any resulting oil and gas production. In addition to the financial benefits, the Prickly Pear strategy allows the company to remove a critical risk inherent in the oil and gas business; the risk of *FINDING* oil and gas. Prickly Pear only operates in areas where it *KNOWS* oil and gas hydrocarbons are present.

HOW DOES PRICKLY PEAR FIND THESE OIL & GAS WHITE ELEPHANTS?

BEST PLACE TO FIND OIL IS IN AN OILFIELD. Many oil and gas producing regions undergo multiple development phases, first being drilled vertically, then drilled horizontally, then being water-flooded, then being CO2 flooded, etc. New innovations in drilling and completions happen every day. New technology, coupled with rising global demand and the resulting higher commodity prices, facilitates the multiple waves of development scene throughout the United States oil-and-gas-rich areas. While some areas are so large they attract constant attention and have been developed multiple times with newer and better technology each time – think of Texas' Permian Basin – other areas were developed once and never revisited for redevelopment. Some areas have not been revisited because they are too small, some areas are simply overlooked – think about how long the Eagle Ford shale, the largest oil and gas play in the continental USA took to be “rediscovered.” Prickly Pear seeks out these overlooked, under-exploited areas that provide fertile ground for a company seeking a sizable redevelopment project with the potential to generate attractive financial returns in today's oil and gas environment.

WHAT ALLOWS PRICKLY PEAR TO EXPLOIT UNDERDEVELOPED OIL & GAS ASSETS?

TECHNOLOGY & PERSONNEL. In order to fully exploit the areas identified by the company, Prickly Pear deploys proven, advanced drilling and completion technology to extract the known oil and gas reserves and relies upon the expertise of highly experienced oil and gas professionals from a multitude of disciplines. For many of the target areas, the target hydrocarbons were too costly or too difficult to recover as little as 15 years ago; however, with current technology and expertise, those reserves are readily accessible and capable of generating substantial financial returns.

WHERE DOES PRICKLY PEAR OPERATE?

TEXAS The principles of Prickly Pear have largely focused their oil and gas careers in Texas; as such, Prickly Pear is focused in the Lonestar State.

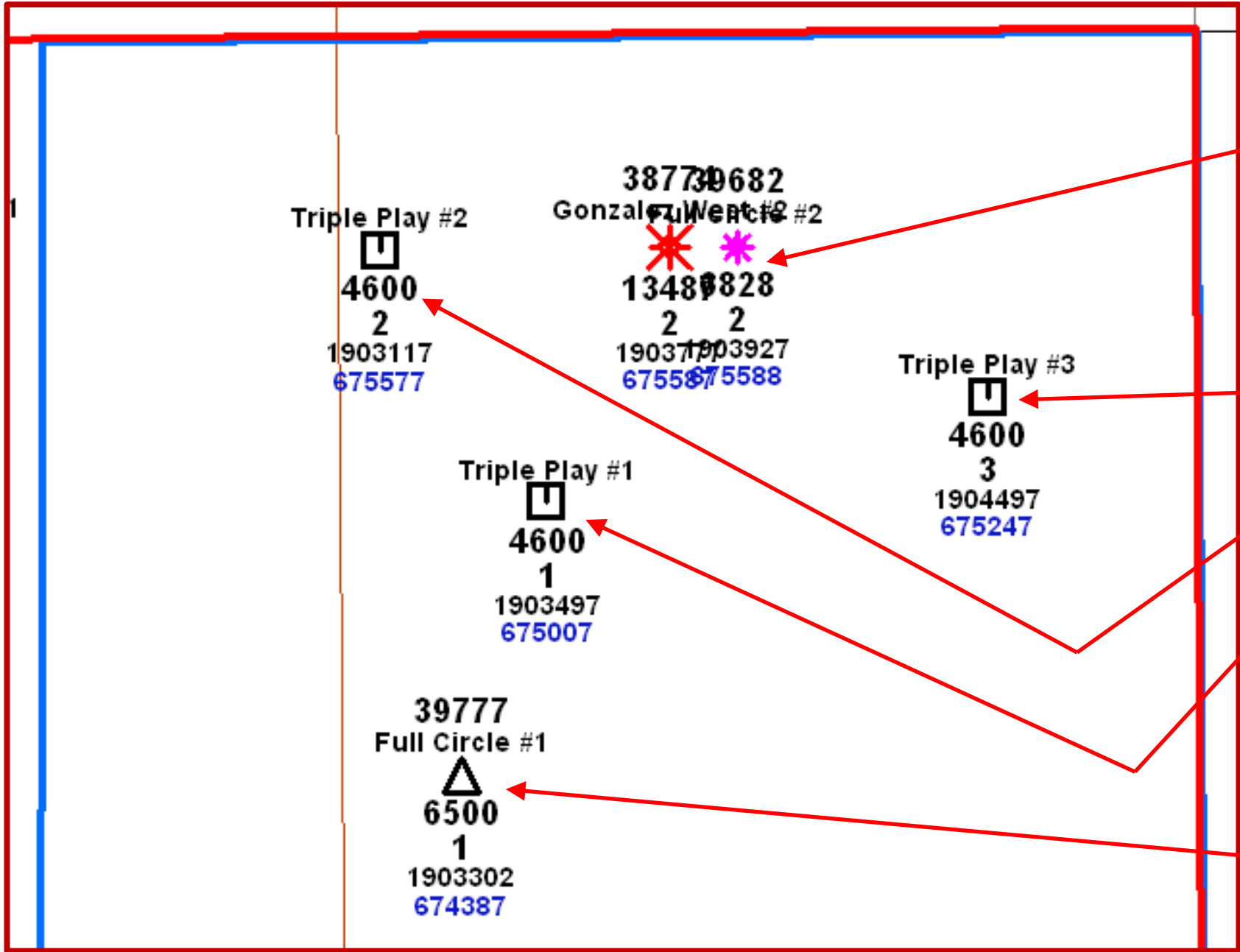


Triple Play
Mirando and Cook Mountain
Development Program

April 3, 2024

Triple Play Prospect

- Triple Play Prospect is a Frio to Cook Mountain with a lot of production in immediate proximity
 - Shallowest is the Frio sand section, with production around 1500 feet in over a dozen wells within a mile of the Lease. Six of the best wells produced over 2.3 BCFG from 1950 through the early 1980's. The Lopez Mineral Trust #1 well produced over 0.7 BCFG with an IP of 8.4 MMCFD from 1500 feet in 1950 by Magnolia Petroleum. This well is 1395 feet due west of the Full Circle #2 location on the Lease. The Lopez Mineral Estate #2 well was drilled by Mobil in 1959 (Mobil bought Magnolia in 1959) and produced 0.33 MMCFG from 1350 feet
 - The Frio section also produced from a "Cole" sand at 1700 feet about two miles east of the Lease. The 300-acre field has produced over 550,000 BO since 1953
 - The next section that produces nearby are the Mirando Sands, from 2500 to 3200 feet. These produced over 2.2 MMBO of oil in the 1950's until 1980's from 2500 feet in the Volpe Field, a half a mile west of the Lease
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 - The deepest section that will be tested in the prospect is the Cook Mountain formation

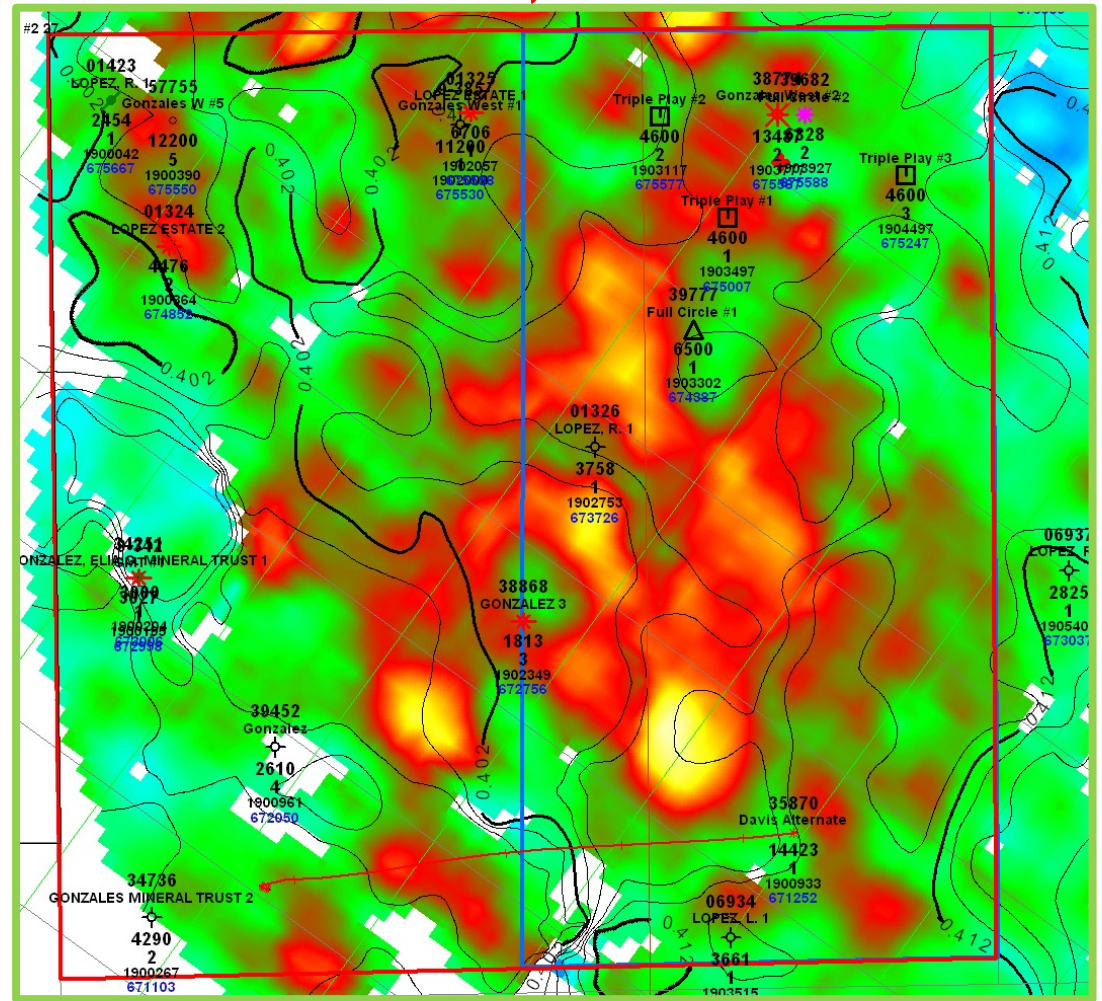
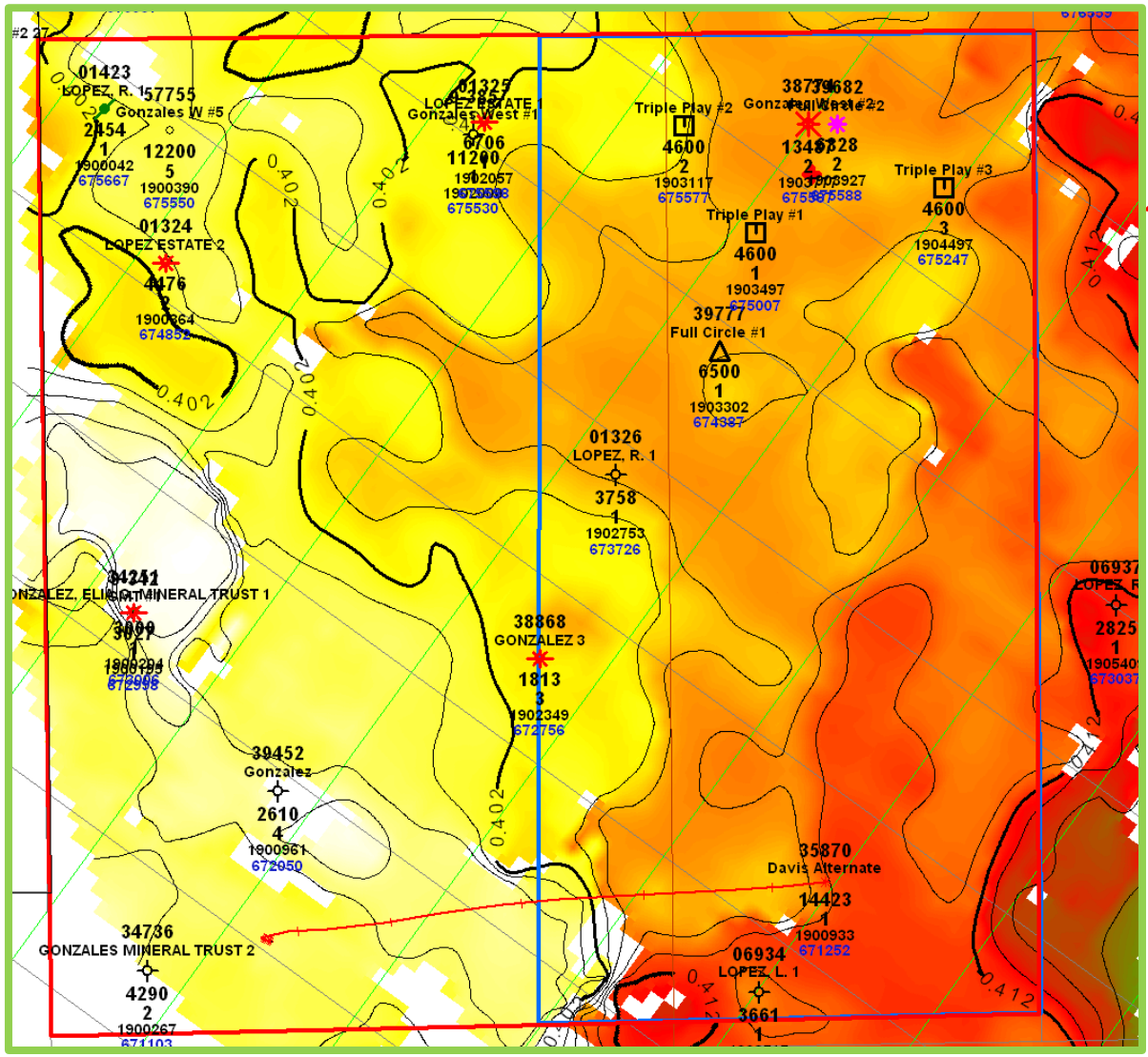


Full Circle #2 Well

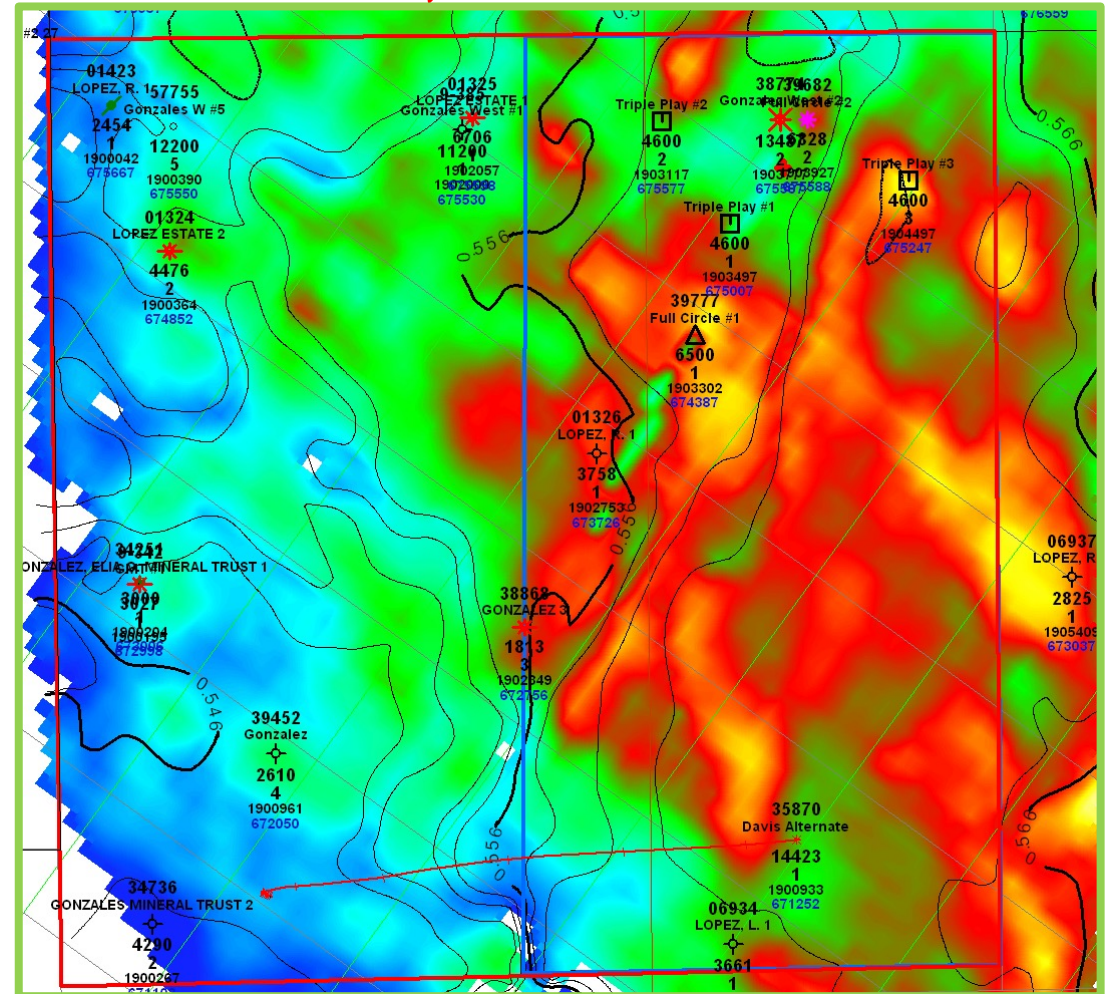
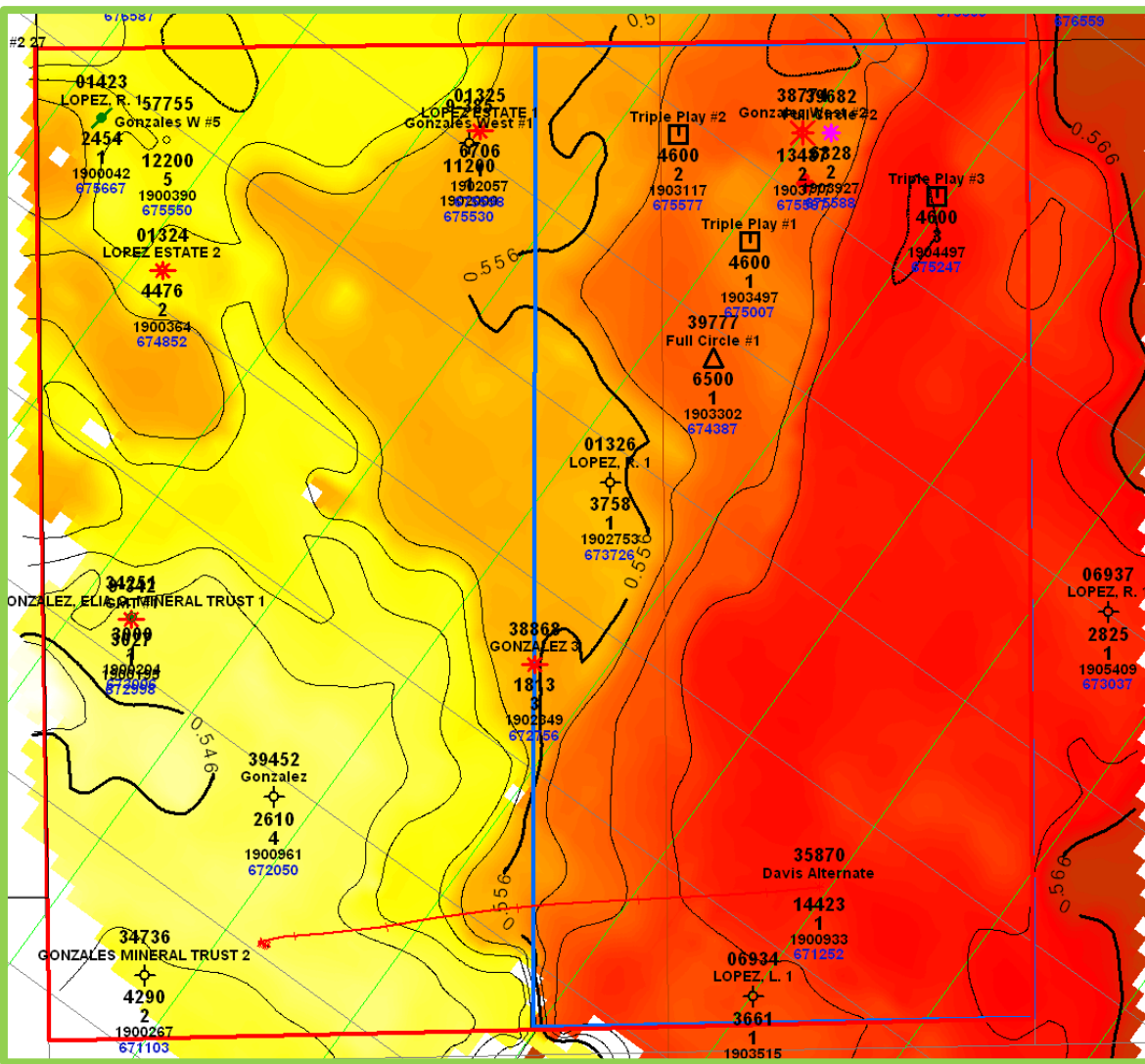
Three Development Locations for Mirando and Cook Mtn Sands 4,600 Foot Drills

Full Circle #1 Well Awaiting Completion

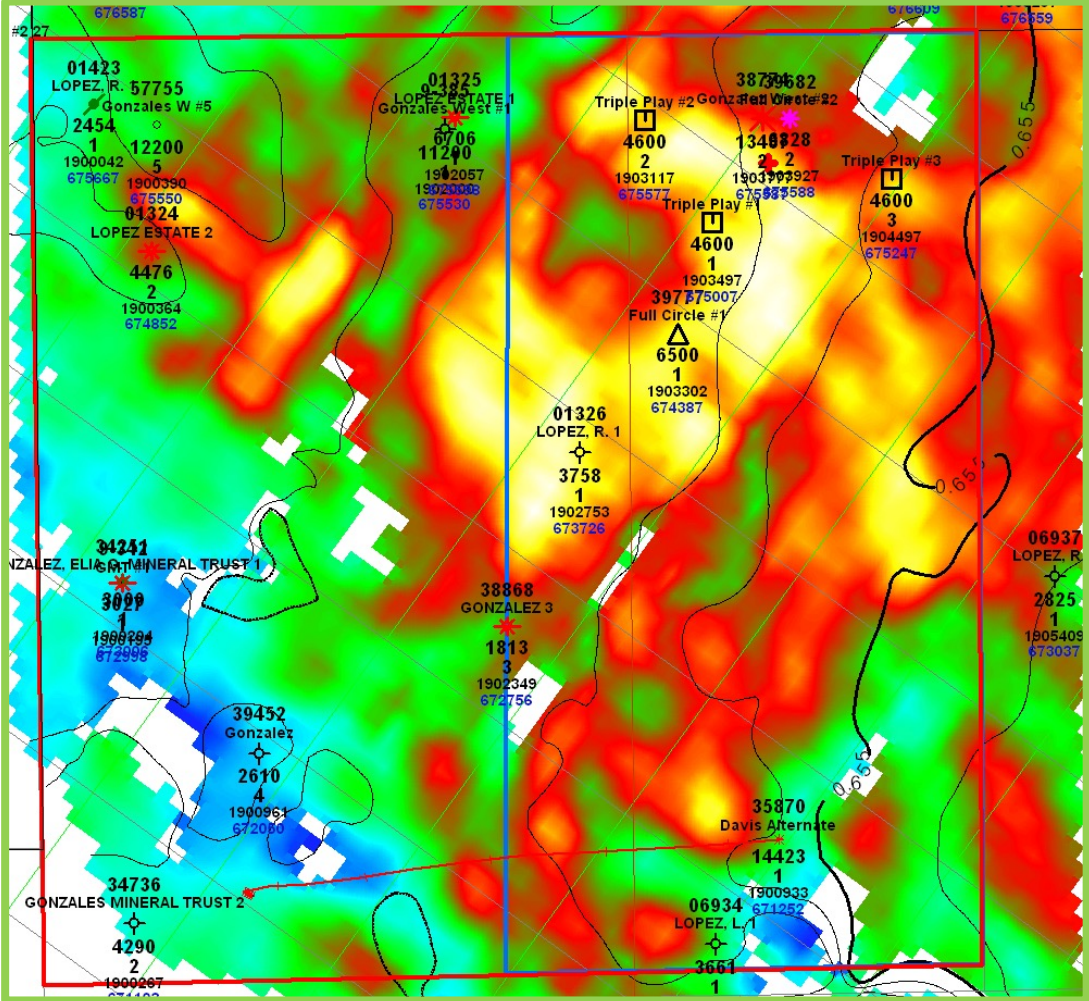
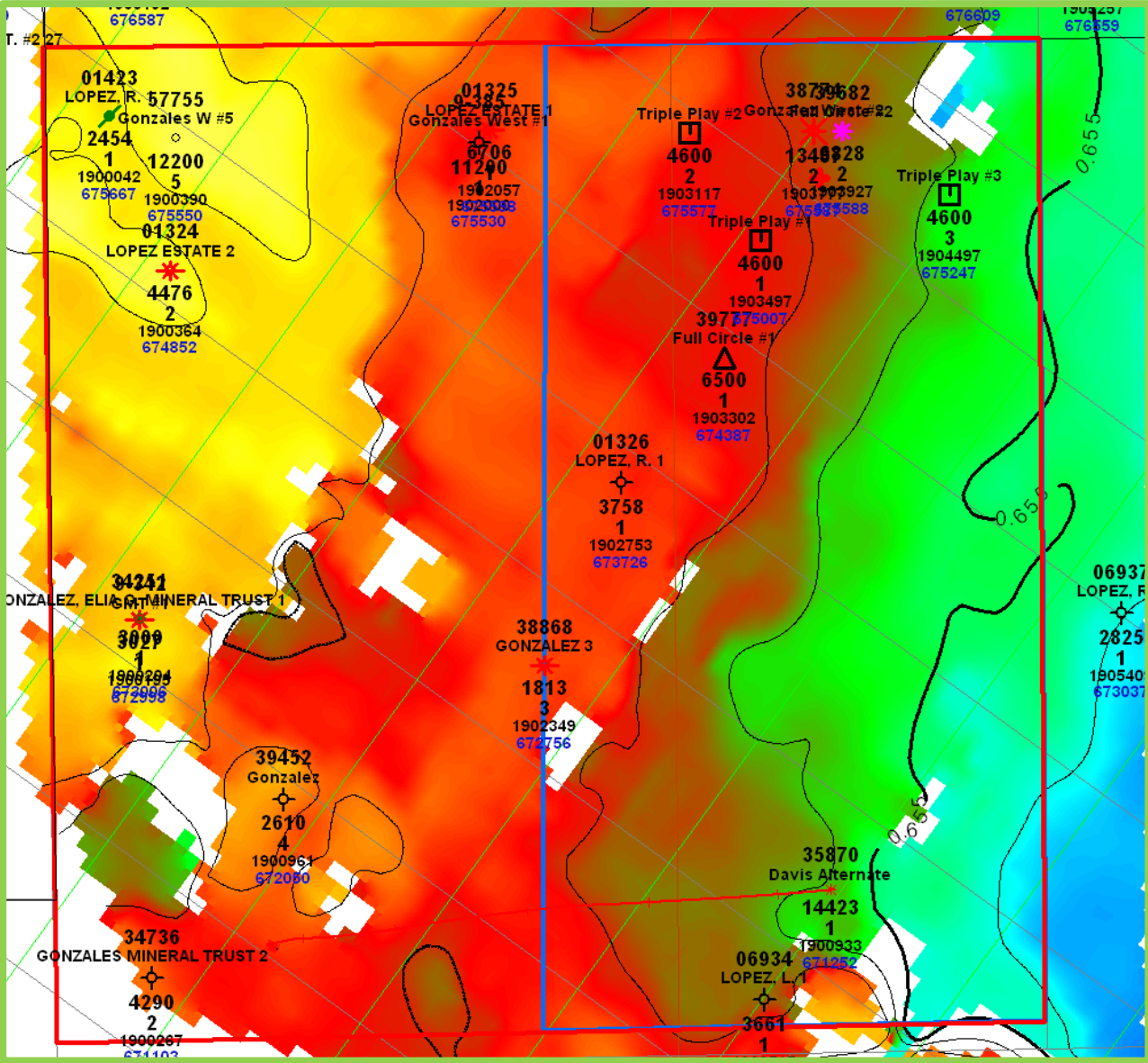
Mirando Sand
Structure Map Amplitude Map



Cook Mountain Sand Structure Map Amplitude Map



4,000 Foot Sand
Structure Map Amplitude Map



“Triple Play” Prospect 3 Well Drilling Project Executive Summary

The Triple Play 3 well drilling project is located in Duvall County and Webb County Texas and is surrounded by production. Two top ranked productive oil and gas Counties in the state of Texas, known for both overall production and shallow economic production.

This is a multiple pay zone project with multiple productive sands from the Frio sands to the Cook Mountain sands. The use of 3D and Micro-Gravity since 2003 in South Texas have an 88% success record of Commercial Hydrocarbon Discovery.

*** Objective. Drill Three Wells to 4,600' in Depth Per Well to Produce Shallow sands for Combined Total Productions in Multiple Formations. Based on Proprietary 3D Seismic & Microgravity Technologies.**

**Summary of all sands
Shallow 4,000 foot sands**

36 Potential Productive Sands.

- 1608 – 1612 •Cole Frio 1 Sand
- 1618 – 1623 --•Mirando 1 Sand
- 2520 - 2560 Mirando 2 sands
- 2713 – 2851 --•Mirando 6 Sands

Cook Mountain Sands:

- 3182 – 3317
- 3369 – 3484
- 3612 - 3734
- 3806 – 3885

Table Based Upon \$65.00 Per Barrel OIL Price

**FIGURES BELOW REPRESENT PRODUCTION FOR THREE WELLS LESS ROYALTY & 5% ESTIMATED OPERATING EXPENSES
BASED ON 100% WORKING INTEREST AT 70% NET REVENUE WORKING INTEREST**

1%
\$47,500

2%
\$95,000

3%
\$142,500

BOPD	Monthly Revenue	Months To Pay Out	Annual Revenue	Annual % ROI.	Monthly Revenue	Annual Revenue	Monthly Revenue.	Annual Revenue
250	\$5,889	8	\$70,668	148%	\$11,778	\$141,336	\$17,667	\$212,004
175	\$4,122	12	\$49,467	104%	\$8,244	\$98,935	\$12,367	\$148,403
100	\$2,355	20	\$28,267	60%	\$4,711	\$56,534	\$7,066	\$84,802
75	\$1,766	27	\$21,200	45%	\$1,766	\$21,200	\$5,300	\$63,601
0	\$0	0	\$0	0	\$0	\$0	\$0	\$0

*The values are shown above or hypothetical, and used to assist in the calculation relating to **possible production levels**. Returns only include estimated well tending fees & estimated operating expenses & royalty. The production levels indicated only possible scenarios of production past performance is not indicative of future results in production. Risk factors to be considered with oil and gas drilling ventures include but are not limited to geologic, market, mechanical, and other operating risks. \$/BBL I information is purely illustrative. Prickly Pear Energy cannot and does not guarantee revenue or returns based on well production and or oil (bbl) or natural gas (mcc) market prices

Oil Price Sensitivity Table

**FIGURES BELOW REPRESENT PRODUCTION FOR 3 WELLS LESS ROYALTY & ESTIMATED OPERATING EXPENSES
BASED ON 100% WORKING INTEREST AT 70% NET REVENUE INTEREST**

Price Per Barrel

1% working Interest

BOPD	\$75		\$85		\$95		\$105	
	Monthly Revenue	Annual Revenue	Monthly Revenue	Annual Revenue	Monthly Revenue	Annual Revenue	Monthly Revenue	Annual Revenue
250	\$6,795	\$81,540	\$7,701	\$92,412	\$8,607	\$103,284	\$9,513	\$114,156
175	\$4,756	\$57,078	\$5,390	\$64,688	\$6,024	\$72,298	\$6,659	\$79,909
100	\$2,718	\$32,616	\$3,080	\$36,964	\$3,442	\$41,313	\$3,805	\$45,662
75	\$2,038	\$24,462	\$2,310	\$27,723	\$2,582	\$30,985	\$2,853	\$34,246
0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0

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PRICKLY PEAR ENERGY, LLC

Triple Play Prospect

AN ILLUSTRATION OF TAX BENEFITS

Cost Category	Investment amount for 1 Unit, 1% WI	Tax treatment	First year Tax Deduction	Percent of total investment
Lease Cost	\$ 798.00	Capitalized, subject to cost depletion	\$	
Intangible Costs	\$ 30,875.00	Expensed per section 263 c	\$ 30,875.00	65.0%
Equipment Tangible	\$ 7,885.00	Capitalized equipment available for Section 179 deduction/or bonus depreciation	\$ 7,885.00	16.60%
General, Admin, Consulting, Legal & other	\$ 7,942.00	Expensed per section 162 Ordinary & Necessary expenses	\$ 7,942.00	15.00%
Total estimated well costs	\$ 47,500.00		\$ 46,702.00	96.60%

The above information is intended only as an illustration of what tax benefits may be expected under certain assumed conditions. This analysis should not be relied upon for any purpose other than an illustration and any prospective participant should consult your tax advisor.

SAFE HARBOR STATEMENT

Cautionary Statement for Purposes of the "Safe Harbor" provisions of the Private Securities Litigation Reform Act of 1995.

A "safe harbor" for forward-looking statements is provided by the Private Securities Litigation Reform Act of 1995 (Reform Act of 1995). The Reform Act of 1995 was adopted to encourage such forward-looking statements without the threat of litigation, provided those statements are identified as forward-looking and are accompanied by meaningful cautionary statements identifying important factors that could cause the actual results to differ materially from those projected in the statement. Forward-looking statements have been and will be made in written documents and oral presentations of Prickly Pear Energy and its subsidiaries. Such statements are based on management's beliefs, as well as assumptions made by and information currently available to management. When used in this filing, the words "believe", "anticipate", "endeavor", "estimate", "expect", "objective", "projection", "forecast", "goal" and similar expressions are intended to identify forward-looking statements. In addition to any assumptions and other factors referred to specifically in connection with such forward-looking statements, factors that could cause Prickly Pear Energy and its subsidiaries' actual results to differ materially from those contemplated in any forward-looking statements include, among others, the following:

- Factors affecting utility operations such as unusual weather conditions; catastrophic weather-related damage; unusual maintenance or repairs; unanticipated changes to fossil fuel costs; unanticipated changes to gas supply costs, or availability due to higher demand, shortages, transportation problems or other developments; environmental or pipeline incidents; transmission or distribution incidents; unanticipated changes to electric energy supply costs, or availability due to demand, shortages, transmission problems or other developments; or electric transmission or gas pipeline system constraints.
- Increased competition in the energy environment including effects of industry restructuring and unbundling.
- Regulatory factors such as unanticipated changes in rate-setting policies or procedures, recovery of investments and costs made under traditional regulation, and the frequency and timing of rate increases.
- Financial or regulatory accounting principles or policies imposed by the Financial Accounting Standards Board; the Securities and Exchange Commission; the Federal Energy Regulatory Commission; state public utility commissions; state entities which regulate electric and natural gas transmission and distribution, natural gas gathering and processing, electric power supply; and similar entities with regulatory oversight.
- Economic conditions including the effects of an economic downturn, inflation rates, commodity prices, and monetary fluctuations.
- Changing market conditions and a variety of other factors associated with physical energy and financial trading activities including, but not limited to, price, basis, credit, liquidity, volatility, capacity, interest rate, and warranty risks.
- The performance of projects undertaken by the Company's nonregulated businesses and the success of efforts to invest in and develop new opportunities, including but not limited to, the realization of Section 29 income tax credits and the Company's coal mining, gas marketing, and broadband strategies.
- Direct or indirect effects on our business, financial condition or liquidity resulting from a change in our credit rating, changes in interest rates, and/or changes in market perceptions of the utility industry and other energy-related industries.
- Employee or contractor workforce factors including changes in key executives, collective bargaining agreements with union employees, or work stoppages.
- Legal and regulatory delays and other obstacles associated with mergers, acquisitions, and investments in joint ventures.
- Costs and other effects of legal and administrative proceedings, settlements, investigations, claims, and other matters, including, but not limited to, those described in Management's Discussion and Analysis of Results of Operations and Financial Condition.
- Changes in Federal, state or local legislature requirements, such as changes in tax laws or rates, environmental laws and regulations.

Prickly Pear Energy and its subsidiaries undertake no obligation to publicly update or revise any forward-looking statements, whether as a result of changes in actual results, changes in assumptions, other factors affecting such statements.