

**Tamar Petroleum Ltd.**  
(the “Company”)

September 3, 2019

To  
The Israel Securities Authority  
22 Kanfei Nesharim Street  
Jerusalem 9546434

To  
Tel Aviv Stock Exchange Ltd.  
2 Ahuzat Bayit Street  
Tel Aviv 6525216

Via Magna

Dear Sir/Madam,

**Re: Approval of the Terms of Office of a Director**

Further to Part 3 of the board of directors’ report for the period ended June 30, 2019, which is included in the report for Q2/2019 released on August 15, 2019 (Reference No. 2019-01-070878) with respect to the Company’s intention to appoint an additional director with expertise in the energy/oil and gas industry, the Company hereby respectfully notifies that on September 2, 2019, the Company’s board of directors approved the appointment of Mr. Eitan Meir (“**Mr. Meir**”) as a director of the Company in accordance with the provisions of the Company’s articles of association (for details about Mr. Meir, see the immediate report of today (Reference No. 2019-01-077004)).

In addition, following approval by the Company’s compensation committee, the Company’s board of directors approved, in accordance with the provisions of Section 1B4 of the Companies Regulations (Relaxations in Transactions with Interested Parties), 5760-2000 and in accordance with the provisions of the Company’s compensation policy, that the terms of Mr. Meir’s office as a director of the Company will be identical to the terms of office of the other directors of the Company, meaning: Annual compensation and compensation for participation in meetings equal to the fixed sums included in Grade E in the Second Schedule and Third Schedule to the Companies Regulations (Rules on the Remuneration and Expenses of Outside Directors), 5760-2000, as well as entitlement to be included in the Company’s directors’ and officers’ liability insurance arrangement and the grant of letters of indemnification and exemption from liability in a form identical to the letters of indemnification and exemption of the other officers of the Company (for details, see the specification according to Section 20A(4) of the Regulations in Chapter D of the Company’s periodic report for 2018 released on March 22, 2019 (Reference No. 2019-01-023940)).

The reasons of the compensation committee and the board of directors for approving the terms of Mr. Meir’s office as a director, as noted above, are summarized below:

1. The terms of office are reasonable and fair considering the Company’s operations and the complexity thereof, the risks involved therein and the responsibility carried by Mr. Meir as a director of the Company.
2. The terms of Mr. Meir’s office are consistent with the Company’s compensation policy.

3. The terms of Mr. Meir's office are identical to the terms of office of the other directors of the Company.

The Company further respectfully notifies that the Company's board of directors additionally approved Mr. Meir's appointment as Active Chairman of the Board as of January 1, 2020, after the handover of duties by the present Chairman of the Board, Mr. Ran Efrati, and the Company's engagement in an agreement on the terms of his office as Active Chairman of the Board, following approval by the compensation committee, all subject to approval by the Company's general meeting of the appointment of Mr. Meir as a director of the Company and of the Company's engagement in an agreement with him, the key points of which agreement are as follows:

Mr. Meir will provide the Company management services as Active Chairman of the Board as of January 1, 2020 in a half-time position in consideration for monthly management fees in the sum of ILS 50,000 plus V.A.T. as required by law, and will also be entitled to reimbursement of car expenses and reasonable expenses in the context of his work as specified in the agreement. Mr. Meir will further be entitled to annual bonus in the sum of up to 6 months of management fees according to targets and measures to be determined for him by the compensation committee and the board of directors. Mr. Meir will also be entitled to be included in the Company's directors' and officers' liability insurance arrangement, and to letters of indemnification and exemption from liability as noted above. As of the beginning of Mr. Meir's service as Active Chairman of the Board, Mr. Meir will not be entitled to compensation for participation in meetings and to annual compensation by virtue of his office as a director of the Company as noted above.

A detailed report with respect to the calling of a general meeting of the Company the agenda of which includes, *inter alia*, the approval of Mr. Meir's appointment as a director of the Company and the approval of the Company's engagement with him in an agreement on the terms of his office will be released in the next few days.

Sincerely,

**Tamar Petroleum Ltd.**  
By Liami Vaisman, CEO  
and Yuval Raikin, CFO