

Disclaimer

Certain statements in the Memorandum may be regarded as "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995, as amended. Certain forward-looking statements discuss the Company's plans, strategies and intentions, and may be identified by reference to a future period or periods or by the use of forward-looking terminology, such as "expects," "may," "will," "believes," "should," "would," "could," "approximately," "anticipates," "estimates," "targets," "intends," "likely," "projects," "positioned," "strategy," "future," and "plans," or variations of those terms. All statements other than statements of historical fact are "forward-looking statements" for purposes of federal and state securities laws. There is no guarantee that any of the events anticipated by these forward-looking statements will occur. These statements involve known and unknown risks, uncertainties and other factors that may cause the Company's actual results, levels of activity, performance or achievements to differ from those expressed or implied by the forward-looking statement.

These forward-looking statements are based on various assumptions and the current expectations of the management of the Company, and may not be accurate because of risks and uncertainties surrounding these assumptions and expectations. Certain factors may cause actual results to differ significantly from these forward-looking statements. If any of the events occur, there is no guarantee what effect they will have on the operations or financial condition of the Company. Major risks, uncertainties and assumptions include, but are not limited to, risks relating to: the Company's capital and financing needs and availability; the Company's ability to complete the CONSOL Bailey project; the Company's ability to identify and execute on future projects; the Company's ability to manage rapid expansion of its business, including attracting and retaining key personnel and integrating and deriving synergies from future acquisitions; demand fluctuations and technological advances or changes in the energy, natural resources and agriculture industries, and the Company's ability to adapt its business strategy accordingly; any unforeseen changes to or effects on liabilities, future capital expenditures, revenues, expenses, earnings, indebtedness, financial condition, losses and future prospects; the effect of general economic conditions; changes in law or government regulation or failure to obtain favorable changes in law or government regulation, including in each case tax and environmental regulations; the impact of the COVID-19 pandemic; and other factors. However, it is not possible to predict or identify all such factors.

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*All figures expressed in metric units, unless otherwise specified.



Today's Presenters





Charles Gassenheimer Co-Founder, President and CEO

- Co-Founder and President of Omnis Energy
- Co-Founder and President of Carnegie Hudson Resources
- Former Chairman and CEO of Ener1, a publicly listed lithium-ion battery company
- Former CEO of a family office with approximately \$5 billion under management
- Served on numerous boards including as Chairman of electric vehicle maker Think Global (Oslo, Norway) as well as a board member of the Electric Drive Transport Association (EDTA), the Electrification Coalition, and the Richard G. Lugar Center for Renewable Energy
- Former Partner and Managing Director of Satellite Asset Management, a \$9 billion hedge fund



Chuck Shaynak COO

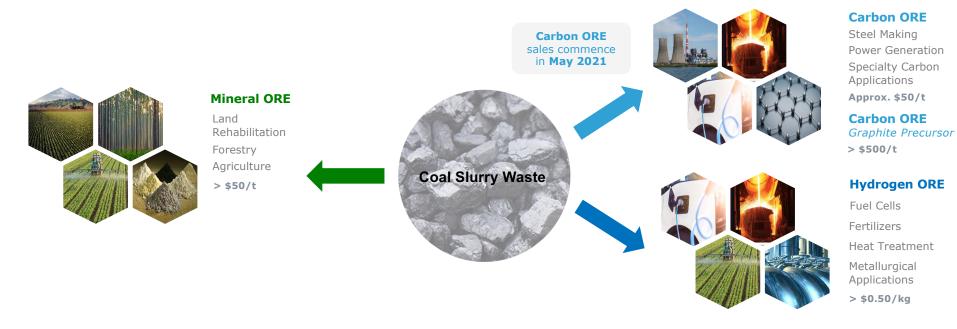
- Worked for CONSOL Energy for over forty years in numerous Operating and Executive Management roles, serving as Senior Vice President for his final ten years.
- Participated in or managed fourteen different coal operations with CONSOL
- Former member of the Pennsylvania Board of Coal Mine Safety
- BS graduate in Mining Engineering from Pennsylvania State University



Coal Waste Is a Multi Billion-Dollar Environmental Liability; Omnis Energy Provides a Permanent Solution

The Problem: There are billions of tonnes of historical waste from coal mining and 70-90 million tonnes of waste are added annually. It is an international environmental challenge that represents tens of billions of dollars of reclamation liabilities held by states and businesses.

The Solution: The Omnis Energy Technology Modules heal the environment by turning waste streams into a variety of value-added products.









A Revolutionary Technology that Refines Environmental Waste into High-Value Products

Remediating the Largest Environmental Liabilities in North America

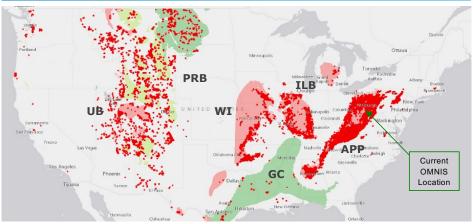
Coal Waste Remediation

- In Pennsylvania alone, it is estimated that there are over \$8 billion in unfunded or underfunded mining-related environmental liabilities affecting over 287,000 acres
 - Much of the liability consists of abandoned coal refuse from coal processing operations, some of which contain high levels of sulfur that can produce acid mine drainage for decades
- Untreated coal waste impoundments are environmental hazards that permanently eradicate natural habitats
- Omnis Energy's modules can completely remediate these environmental hazards, refining waste into high-value products to support the green economy and restoring sites to their natural habitats

Uniqueness of Omnis Energy's Technology

- Omnis Energy uniquely converts coal waste to non-coal products
- IRS letter ruled that Carbon ORE is physically and chemically different than coal [OMNIS final product]
- As a result, Omnis Energy has the potential to be designated as a special reclamation agent for each state

U.S. Abandoned Coal Mines and Refuse Impoundments



Reclamation Sites Coal Basins (APP, GC, ILB, PRB, UB, WI)

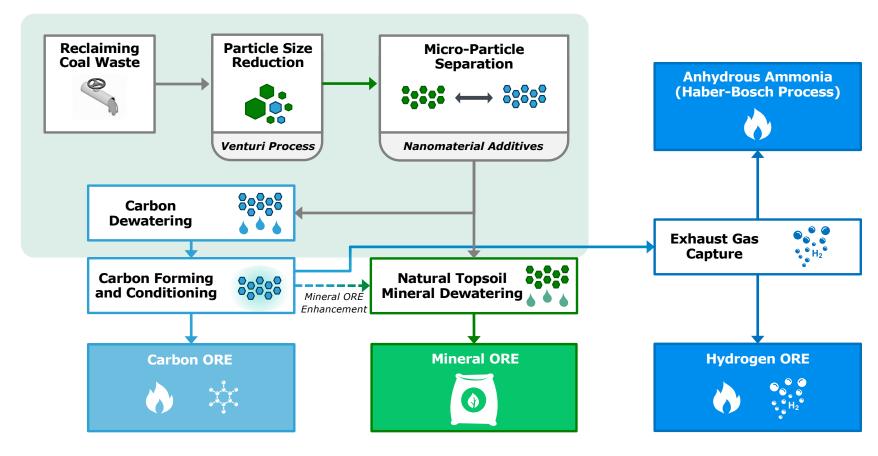




Remediates a significant environmental burden while developing high-potential clean energy products



The Omnis Regenerative Energy (ORE) Process







The Omnis Regenerative Energy (ORE) Process











Omnis Energy



Clean High-Value Energy and Agricultural Products

Carbon ORE - Lab Tested & Proven

Coal does not float...



... Carbon ORE does

The U.S. Government has defined Omnis Energy's Carbon ORE as "not coal" (1)

- Carbon ORE is a cleaner substitute for coal in power generation and other industrial applications
- The purity of Carbon ORE makes it an ideal feedstock for high-purity carbon production⁽²⁾
- A pure source of energy derived from material that would otherwise be wasted
- Lower emissions with the best environmental footprint of any comparative energy sources
- Energy dense greater efficiency and less energy required

Coal does not conduct electricity...



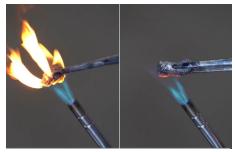
... Carbon ORE does

Comparison Between Carbon ORE and Coal

Parameter	Basis	ORE	Coal
Total Moisture	% AR	<2%	6-30%
Ash	% DB	<5%	5-9%
Volatile Matter	% DB	<10%	31-37%
Fixed Carbon	% DB	>85%	34-52%
Sulfur	% DB	<0.5%	0.3-2.4%
Heating Value	Btu/lb GAR	>13,500	6,600- 11,500

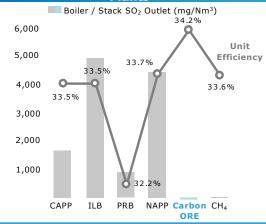
AR = As Received. DB = Dry Basis. GAR = Gross As Received.

Coal does not burn clean...



... Carbon ORE does

Theoretical Emissions Reductions and Higher Efficiency in Sub-Critical Power Plants





Source: Uniper Technologies

Note: CAPP = Central Appalachia; ILB = Illinois Basin; PRB = Powder River Basin; NAPP = Northern Appalachia; CH4 = Methane.

1. IRS ruling letter specifies Carbon ORE as "not coal" based on purity and engineered properties.

2. Including carbon black, activated carbon, ferro-silicon applications, graphite battery anode, and graphene applications.

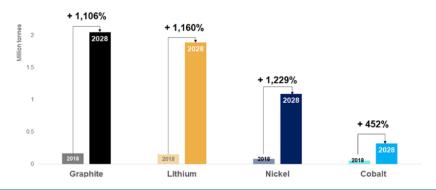


Carbon ORE – Graphite Precursor Opportunities

Graphite Market

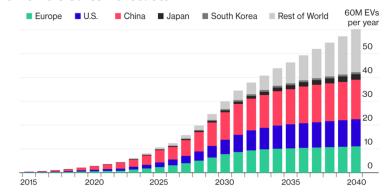
- Graphite is used in lithium-ion battery production, lubricants, solar panels and electrodes
- Graphite market size in 2019 was \$19 billion, forecasted to grow to \$37 billion by 2030
- A key market demand driver for graphite is electric vehicles (lithiumion batteries)
- The U.S. Government has defined graphite as "Critical to the nation's security and prosperity" and Presidential Executive Orders ask U.S. Government Agencies to act with alacrity

Projected Market Demand by 2028

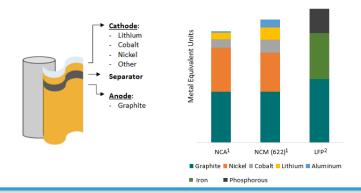


Strong Market Demand Amid the Growth of EV & Batteries

Electric Vehicle Sales Forecasts



Graphite is an Indispensable Component for Lithium Batteries



Mineral ORE - A Driver of Natural Land Regeneration

• What is Mineral ORE?

Mineral ORE is the residual material produced after separating the Carbon ORE from coal waste.

How it Works

When applied to soil, Mineral ORE rebalances the texture and mineral composition. As a result, degraded land is returned to a productive state

Result

The biosphere is regenerated for sustainable benefits with reduced need for fertilizers and chemicals

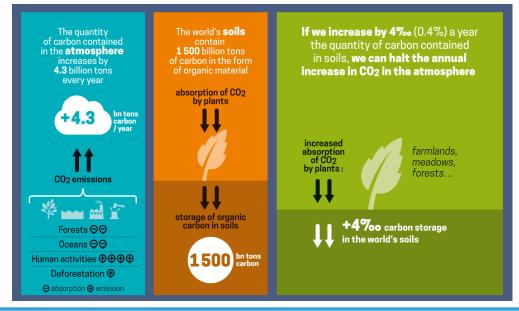




Carbon Credit Monetization

Mineral ORE has the potential to improve the carbon dioxide sequestration potential of soils. Farmers receive increased carbon credits as a result.







November 2022: West Virginia Governor announces Omnis Sublimation Recovery Technologies (OSRT) to invest \$60m to extract rare earth metals from coal impoundments

A strategic asset to help grow West Virginia's economy.



West Virginia Governor James C. Justice II

OSRT's technology can extract pure metals from coal impoundment mineral waste using Ultra-High Heat without acids or harmful chemicals. The technology recovers 100% of the metals, including all critical, strategic, and rare earth metals.

"Coal is such a big part of our state's livelihood, and it's amazing that we can now take the coal waste and turn it into something the world desperately needs, all while providing jobs to our hard-working people and investment to our great state."

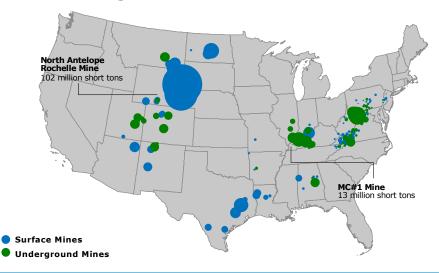


How Can NAS Help?

Large Coal Waste Cleansing Market

- Coal waste is an inevitable by-product of mining and is a large environmental liability in North America.
- If OMNIS's technology is commercially deployed, this would eliminate the need for future impoundments
 - There are over 900 coal mines in the U.S., creating multibillion-dollar liabilities to both companies and states

Surface and Underground Coal Mines in the United States



- Identify highest priority sites for remediation
- OMNIS has demonstrated that they can recover waste coal fines that would otherwise be disposed of
- We are in the process of scaling up the production at Bailey to achieve positive economics
- More work/funding is needed to realized this broader vision/potential
- Provide additional funding through the Department of Interior's Abandoned Mine Land Reclamation Fund (AML)
 - Implement mobile treatment facility concept that would allow for smaller site clean-ups
 - Mobile capabilities allow for greater geographic reach

