

UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS FOR THE THREE AND NINE MONTHS ENDED SEPTEMBER 30, 2023 AND SEPTEMBER 30, 2022



CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

	As at	As at
(Canadian \$000s)	Sept. 30, 2023	Dec. 31, 2022
ASSETS		
Current Assets		
Trade and other receivables (NOTE 3)	23,910	22,718
Prepaids and deposits (NOTE 4)	6,294	9,073
TOTAL CURRENT ASSETS	30,204	31,791
Property, plant and equipment (NOTE 7)	425,970	389,177
Exploration and evaluation (NOTE 7)	19,037	15,999
Right of use asset (NOTE 8)	81	229
TOTAL ASSETS	475,292	437,196
LIABILITIES		
Current Liabilities		
Trade and other payables (NOTE 5)	28,767	34,466
Operating loan (NOTE 10)	2,531	3,119
Derivative liability (NOTE 16)	304	204
Lease liability (NOTE 9)	101	309
Decommissioning liability (NOTE 11)	2,932	4,126
TOTAL CURRENT LIABILITIES	34,635	42,224
Long term debt (NOTE 10)	17,827	19,795
Lease liability (NOTE 9)	-	40
Decommissioning liability (NOTE 11)	15,058	15,893
Deferred income tax liability	40,487	29,097
TOTAL LIABILITIES	108,007	107,049
SHAREHOLDERS' EQUITY		
Share capital (NOTE 12)	175,973	175,973
Contributed surplus (NOTE 12)	34,247	32,483
Accumulated earnings	157,065	121,691
TOTAL SHAREHOLDERS' EQUITY	367,285	330,147
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	475,292	437,196

COMMITMENTS (NOTE 15) SUBSEQUENT EVENTS (NOTE 19)

The accompanying notes are an integral part of these financial statements.

Approved on behalf of the Board of Directors:

Signed "Donald A. Engle" Signed "James C. Lough"

Donald A. Engle James C. Lough Chairman of the Board Director



CONSOLIDATED STATEMENTS OF NET INCOME AND COMPREHENSIVE INCOME

	For the three	months ended	For the nine	months ended
(Canadian \$000s, except per share amounts)	Sept. 30, 2023	Sept. 30, 2022	Sept. 30, 2023	Sept. 30, 2022
REVENUE				
Petroleum and natural gas sales (NOTE 18)	62,069	65,320	178,927	216,443
Royalties	(7,330)	(8,641)	(21,686)	(25,542)
PETROLEUM AND NATURAL GAS SALES, NET OF ROYALTIES	54,739	56,679	157,241	190,901
Other income (NOTE 13)	1,323	1,371	3,895	3,782
(Loss) gain on financial derivative contracts (NOTE 16)	(740)	4,686	(325)	(21,873)
TOTAL REVENUE AND OTHER INCOME	55,322	62,736	160,811	172,810
EXPENSES				
Operating	16,772	15,466	50,363	41,827
Transportation	1,354	876	3,813	2,640
General and administration	2,504	2,237	7,351	6,548
Depletion, depreciation and amortization (NOTE 7, 8, & 11)	15,145	13,405	46,210	40,929
Financing (NOTE 10)	566	308	1,908	827
Accretion (NOTE 11)	651	575	1,954	1,722
Share-based compensation (NOTE 14)	577	214	1,764	908
Exploration and evaluation - expiries (NOTE 7)	253	113	686	981
NET INCOME BEFORE TAX EXPENSE	17,500	29,542	46,762	76,428
TAX EXPENSE				
Deferred income tax expense	4,210	6,829	11,388	17,649
NET INCOME AND COMPREHENSIVE INCOME	13,290	22,713	35,374	58,779
INCOME DED CHARE (¢) (NOTE 12)				
INCOME PER SHARE (\$) (NOTE 12) Basic	0.09	0.16	0.25	0.42
Diluted	0.09	0.16	0.23	0.42
Diratea	0.09	0.13	0.23	0.36

The accompanying notes are an integral part of these financial statements.



CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY

	For the three months ended		For the nine months ended	
(Canadian \$000s)	Sept. 30, 2023	Sept. 30, 2022	Sept. 30, 2023	Sept. 30, 2022
SHARE CAPITAL				
Balance, beginning of period	175,973	225,158	175,973	225,158
Return of capital (NOTE 12)	-	(49,185)	-	(49,185)
BALANCE, END OF PERIOD (NOTE 12)	175,973	175,973	175,973	175,973
CONTRIBUTED SURPLUS				
Balance, beginning of period	33,670	31,339	32,483	30,645
Share-based compensation (NOTE 14)	577	214	1,764	908
BALANCE, END OF PERIOD	34,247	31,553	34,247	31,553
EARNINGS				
Balance, beginning of period	143,775	86,616	121,691	50,550
Net income and comprehensive income	13,290	22,713	35,374	58,779
BALANCE, END OF PERIOD	157,065	109,329	157,065	109,329

The accompanying notes are an integral part of these financial statements.



CONSOLIDATED STATEMENTS OF CASH FLOWS

Canadian 5,000s Sept 30, 2023 Sept 30, 2023 Sept 30, 2023 Sept 30, 2023 CASP ROVIDED BY (USED IN):		For the three	months ended	For the nine	months ended
OPERATING ACTIVITIES As a series of the component o	(Canadian \$000s)	Sept. 30, 2023	Sept. 30, 2022	Sept. 30, 2023	Sept. 30, 2022
OPERATING ACTIVITIES As a series of the component o	CASH PROVIDED BY (LISED IN).				
Net income and comprehensive income 13,290 22,713 35,374 58,779 TIEMS NOT AFFECTING CASH: Depletion, depreciation and amortization (NOTE 7, 8, & 11 15,145 13,405 46,210 40,929 Accretion expense (NOTE 11) 651 575 1,954 1,722 Exploration and evaluation (NOTE 7) 253 113 686 981 Unrealized loss on foreign exchange 3 1 1 21 Share-based compensation (NOTE 14) 577 214 1,764 908 Unrealized loss (gain) on financial derivatives (NOTE 16) 806 (11,183) 101 (834) Deferred income tax expense 4,210 6,829 11,388 17,649 Non-cash financing expense (NOTE 10) 54 33 176 134 Decommissioning expenditures (NOTE 11) (1,637) (638) (4,167) (1,294) FUNDS FLOW FROM OPERATIONS 33,352 32,062 93,487 118,995 Change in non-cash working capital (NOTE 18) (700) 5,691 (2,552) (6,268) CASH FLOW FROM OPERATIONS 32,652 37,753 90,935 112,727 INVESTING ACTIVITIES (87) (86) (1,374) (625) CASH FLOW FROM OPERATIONS (6,161) - (6,1					
TEMS NOT AFFECTING CASH: Depletion, depreciation and amortization (NOTE 7, 8, & 11		13,290	22,713	35,374	58,779
Accretion expense (NOTE 11) 651 575 1,954 1,722 Exploration and evaluation (NOTE 7) 253 113 686 981 Unrealized loss on foreign exchange 3 1 1 1 21 Share-based compensation (NOTE 14) 577 214 1,764 908 Unrealized loss (gain) on financial derivatives (NOTE 16) 806 (11,183) 101 (834) Deferred income tax expense 4,210 6,829 11,388 17,649 Non-cash financing expense (NOTE 10) 54 33 176 134 Decommissioning expenditures (NOTE 11) (1,637) (638) (4,167) (1,294) FUNDS FLOW FROM OPERATIONS 33,352 32,062 93,487 118,995 Change in non-cash working capital (NOTE 18) (700) 5,691 (2,552) (6,268) CASH FLOW FROM OPERATING ACTIVITIES 32,652 37,753 90,935 112,727 INVESTING ACTIVITIES Exploration and evaluation (NOTE 7) (87) (86) (1,374) (625) Property, plant and equipment (NOTE 7) (6,331) (35,940) (78,860) (75,046) Acquisitions (NOTE 6) (6,161) - (6,161	·	•	·		
Exploration and evaluation (NOTE 7) 253 113 686 981 Unrealized loss on foreign exchange 3 1 1 21 Share-based compensation (NOTE 14) 577 214 1,764 908 Unrealized loss (gain) on financial derivatives (NOTE 16) 806 (11,183) 101 (834) Deferred income tax expense 4,210 6,829 11,388 17,649 Non-cash financing expense (NOTE 10) 54 33 176 134 Decommissioning expenditures (NOTE 11) (1,637) (638) (4,167) (1,294) FUNDS FLOW FROM OPERATIONS 33,352 32,062 93,487 118,995 Change in non-cash working capital (NOTE 18) (700) 5,691 (2,552) (6,268) CASH FLOW FROM OPERATING ACTIVITIES 32,652 37,753 90,935 112,727 INVESTING ACTIVITIES (87) (86) (1,374) (625) Change in non-cash working capital (NOTE 7) (26,331) (35,940) (78,860) (75,046) Acquisitions (NOTE 6) (6,161) -	Depletion, depreciation and amortization (NOTE 7, 8, & 11	15,145	13,405	46,210	40,929
Unrealized loss on foreign exchange 3 1 1 21 Share-based compensation (NOTE 14) 577 214 1,764 908 Unrealized loss (gain) on financial derivatives (NOTE 16) 806 (11,183) 101 (834) Deferred income tax expense 4,210 6,829 11,388 17,649 Non-cash financing expense (NOTE 10) 54 33 176 134 Decommissioning expenditures (NOTE 11) (1,637) (638) (4,167) (1,294) FUNDS FLOW FROM OPERATIONS 33,352 32,062 93,487 118,995 Change in non-cash working capital (NOTE 18) (700) 5,691 (2,552) (6,268) CASH FLOW FROM OPERATING ACTIVITIES 32,652 37,753 90,935 112,727 INVESTING ACTIVITIES Exploration and evaluation (NOTE 7) (87) (86) (1,374) (625) Property, plant and equipment (NOTE 7) (26,331) (35,940) (78,860) (75,046) Acquisitions (NOTE 6) (6,161) - (6,161) - (Accretion expense (NOTE 11)	651	575	1,954	1,722
Share-based compensation (NOTE 14) 577 214 1,764 908 Unrealized loss (gain) on financial derivatives (NOTE 16) 806 (11,183) 101 (834) Deferred income tax expense 4,210 6,829 11,388 17,649 Non-cash financing expense (NOTE 10) 54 33 176 134 Decommissioning expenditures (NOTE 11) (1,637) (638) (4,167) (1,294) FUNDS FLOW FROM OPERATIONS 33,352 32,062 93,487 118,995 Change in non-cash working capital (NOTE 18) (700) 5,691 (2,552) (6,268) CASH FLOW FROM OPERATING ACTIVITIES 32,652 37,753 90,935 112,727 INVESTING ACTIVITIES Exploration and evaluation (NOTE 7) (87) (86) (1,374) (625) Property, plant and equipment (NOTE 7) (87) (86) (1,374) (625) Acquisitions (NOTE 6) (6,161) - (6,161) - Change in non-cash working capital (NOTE 18) 1,459 7,191 (1,559) 16,351 <td>Exploration and evaluation (NOTE 7)</td> <td>253</td> <td>113</td> <td>686</td> <td>981</td>	Exploration and evaluation (NOTE 7)	253	113	686	981
Unrealized loss (gain) on financial derivatives (NOTE 16) 806 (11,183) 101 (834) Deferred income tax expense 4,210 6,829 11,388 17,649 Non-cash financing expense (NOTE 10) 54 33 176 134 Decommissioning expenditures (NOTE 11) (1,637) (638) (4,167) (1,294) FUNDS FLOW FROM OPERATIONS 33,352 32,062 93,487 118,995 Change in non-cash working capital (NOTE 18) (700) 5,691 (2,552) (6,268) CASH FLOW FROM OPERATING ACTIVITIES 32,652 37,753 90,935 112,727 INVESTING ACTIVITIES	Unrealized loss on foreign exchange	3	1	1	21
Deferred income tax expense 4,210 6,829 11,388 17,649 Non-cash financing expense (NOTE 10) 54 33 176 134 Decommissioning expenditures (NOTE 11) (1,637) (638) (4,167) (1,294) FUNDS FLOW FROM OPERATIONS 33,352 32,062 93,487 118,995 Change in non-cash working capital (NOTE 18) (700) 5,691 (2,552) (6,268) CASH FLOW FROM OPERATING ACTIVITIES 32,652 37,753 90,935 112,727 INVESTING ACTIVITIES Exploration and evaluation (NOTE 7) (87) (86) (1,374) (625) Property, plant and equipment (NOTE 7) (26,331) (35,940) (78,860) (75,046) Acquisitions (NOTE 6) (6,161) - (6,161) - (6,161) - Change in non-cash working capital (NOTE 18) 1,459 7,191 (1,559) 16,351 CASH FLOW USED FOR INVESTING ACTIVITIES (31,120) (28,835) (87,954) (59,320) FINANCING ACTIVITIES Oper	Share-based compensation (NOTE 14)	577	214	1,764	908
Non-cash financing expense (NOTE 10) 54 33 176 134 Decommissioning expenditures (NOTE 11) (1,637) (638) (4,167) (1,294) FUNDS FLOW FROM OPERATIONS 33,352 32,062 93,487 118,995 Change in non-cash working capital (NOTE 18) (700) 5,691 (2,552) (6,268) CASH FLOW FROM OPERATING ACTIVITIES 32,652 37,753 90,935 112,727 INVESTING ACTIVITIES	Unrealized loss (gain) on financial derivatives (NOTE 16)	806	(11,183)	101	(834)
Commissioning expenditures (NOTE 11) (1,637) (638) (4,167) (1,294)	Deferred income tax expense	4,210	6,829	11,388	17,649
TUNDS FLOW FROM OPERATIONS 33,352 32,062 93,487 118,995 Change in non-cash working capital (NOTE 18) (700) 5,691 (2,552) (6,268) (2,552) (6,268) (2,552) (6,268) (2,552) (6,268) (2,552) (2,552) (6,268) (2,552) (2,55	Non-cash financing expense (NOTE 10)	54	33	176	134
Change in non-cash working capital (NOTE 18) (700) 5,691 (2,552) (6,268)	Decommissioning expenditures (NOTE 11)	(1,637)	(638)	(4,167)	(1,294)
INVESTING ACTIVITIES 32,652 37,753 90,935 112,727	FUNDS FLOW FROM OPERATIONS	33,352	32,062	93,487	118,995
INVESTING ACTIVITIES	Change in non-cash working capital (NOTE 18)	(700)	5,691	(2,552)	(6,268)
Exploration and evaluation (NOTE 7) (87) (86) (1,374) (625) Property, plant and equipment (NOTE 7) (26,331) (35,940) (78,860) (75,046) Acquisitions (NOTE 6) (6,161) - (6,161) - Change in non-cash working capital (NOTE 18) 1,459 7,191 (1,559) 16,351 CASH FLOW USED FOR INVESTING ACTIVITIES (31,120) (28,835) (87,954) (59,320) FINANCING ACTIVITIES Operating line (NOTE 10) (453) - (588) - Financing lease expense (NOTE 9) (79) (79) (262) (219) Increase in long term debt (NOTE 10) 3,000 19,837 19,369 19,928 Repayment of long term debt (NOTE 10) (4,000) - (21,500) (27,000) Return of capital (NOTE 12) - (49,185) - (49,185) CASH FLOW USED FOR FINANCING ACTIVITIES (1,532) (29,427) (2,981) (56,476) Decrease in cash and cash equivalents - (20,509) - (3,069) Cash and cash equivalents, beginning of period - 22,717 - 5,277	CASH FLOW FROM OPERATING ACTIVITIES	32,652	37,753	90,935	112,727
Exploration and evaluation (NOTE 7) (87) (86) (1,374) (625) Property, plant and equipment (NOTE 7) (26,331) (35,940) (78,860) (75,046) Acquisitions (NOTE 6) (6,161) - (6,161) - Change in non-cash working capital (NOTE 18) 1,459 7,191 (1,559) 16,351 CASH FLOW USED FOR INVESTING ACTIVITIES (31,120) (28,835) (87,954) (59,320) FINANCING ACTIVITIES Operating line (NOTE 10) (453) - (588) - Financing lease expense (NOTE 9) (79) (79) (262) (219) Increase in long term debt (NOTE 10) 3,000 19,837 19,369 19,928 Repayment of long term debt (NOTE 10) (4,000) - (21,500) (27,000) Return of capital (NOTE 12) - (49,185) - (49,185) CASH FLOW USED FOR FINANCING ACTIVITIES (1,532) (29,427) (2,981) (56,476) Decrease in cash and cash equivalents - (20,509) - (3,069) Cash and cash equivalents, beginning of period - 22,717 - 5,277	•				
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Change in non-cash working capital (NOTE 18) 1,459 7,191 (1,559) 16,351 CASH FLOW USED FOR INVESTING ACTIVITIES (31,120) (28,835) (87,954) (59,320) FINANCING ACTIVITIES Operating line (NOTE 10) (453) - (588) - Financing lease expense (NOTE 9) (79) (79) (262) (219) Increase in long term debt (NOTE 10) 3,000 19,837 19,369 19,928 Repayment of long term debt (NOTE 10) (4,000) - (21,500) (27,000) Return of capital (NOTE 12) - (49,185) - (49,185) CASH FLOW USED FOR FINANCING ACTIVITIES (1,532) (29,427) (2,981) (56,476) Decrease in cash and cash equivalents - (20,509) - (3,069) Cash and cash equivalents, beginning of period - 22,717 - 5,277			(35,940)		(75,046)
FINANCING ACTIVITIES (31,120) (28,835) (87,954) (59,320) FINANCING ACTIVITIES Operating line (NOTE 10) (453) - (588) - Financing lease expense (NOTE 9) (79) (79) (262) (219) Increase in long term debt (NOTE 10) 3,000 19,837 19,369 19,928 Repayment of long term debt (NOTE 10) (4,000) - (21,500) (27,000) Return of capital (NOTE 12) - (49,185) - (49,185) CASH FLOW USED FOR FINANCING ACTIVITIES (1,532) (29,427) (2,981) (56,476) Decrease in cash and cash equivalents - (20,509) - (3,069) Cash and cash equivalents, beginning of period - 22,717 - 5,277			-		-
FINANCING ACTIVITIES Operating line (NOTE 10) (453) - (588) - Financing lease expense (NOTE 9) (79) (79) (262) (219) Increase in long term debt (NOTE 10) 3,000 19,837 19,369 19,928 Repayment of long term debt (NOTE 10) (4,000) - (21,500) (27,000) Return of capital (NOTE 12) - (49,185) - (49,185) CASH FLOW USED FOR FINANCING ACTIVITIES (1,532) (29,427) (2,981) (56,476) Decrease in cash and cash equivalents - (20,509) - (3,069) Cash and cash equivalents, beginning of period - 22,717 - 5,277		•		, , ,	
Operating line (NOTE 10) (453) - (588) - Financing lease expense (NOTE 9) (79) (79) (262) (219) Increase in long term debt (NOTE 10) 3,000 19,837 19,369 19,928 Repayment of long term debt (NOTE 10) (4,000) - (21,500) (27,000) Return of capital (NOTE 12) - (49,185) - (49,185) CASH FLOW USED FOR FINANCING ACTIVITIES (1,532) (29,427) (2,981) (56,476) Decrease in cash and cash equivalents - (20,509) - (3,069) Cash and cash equivalents, beginning of period - 22,717 - 5,277	CASH FLOW USED FOR INVESTING ACTIVITIES	(31,120)	(28,835)	(87,954)	(59,320)
Operating line (NOTE 10) (453) - (588) - Financing lease expense (NOTE 9) (79) (79) (262) (219) Increase in long term debt (NOTE 10) 3,000 19,837 19,369 19,928 Repayment of long term debt (NOTE 10) (4,000) - (21,500) (27,000) Return of capital (NOTE 12) - (49,185) - (49,185) CASH FLOW USED FOR FINANCING ACTIVITIES (1,532) (29,427) (2,981) (56,476) Decrease in cash and cash equivalents - (20,509) - (3,069) Cash and cash equivalents, beginning of period - 22,717 - 5,277					
Operating line (NOTE 10) (453) - (588) - Financing lease expense (NOTE 9) (79) (79) (262) (219) Increase in long term debt (NOTE 10) 3,000 19,837 19,369 19,928 Repayment of long term debt (NOTE 10) (4,000) - (21,500) (27,000) Return of capital (NOTE 12) - (49,185) - (49,185) CASH FLOW USED FOR FINANCING ACTIVITIES (1,532) (29,427) (2,981) (56,476) Decrease in cash and cash equivalents - (20,509) - (3,069) Cash and cash equivalents, beginning of period - 22,717 - 5,277	FINANCING ACTIVITIES				
Financing lease expense (NOTE 9) (79) (79) (262) (219) Increase in long term debt (NOTE 10) 3,000 19,837 19,369 19,928 Repayment of long term debt (NOTE 10) (4,000) - (21,500) (27,000) Return of capital (NOTE 12) - (49,185) - (49,185) CASH FLOW USED FOR FINANCING ACTIVITIES (1,532) (29,427) (2,981) (56,476) Decrease in cash and cash equivalents - (20,509) - (3,069) Cash and cash equivalents, beginning of period - 22,717 - 5,277	Operating line (NOTE 10)	(453)	-	(588)	
Increase in long term debt (NOTE 10) 3,000 19,837 19,369 19,928 Repayment of long term debt (NOTE 10) (4,000) - (21,500) (27,000) Return of capital (NOTE 12) - (49,185) - (49,185) CASH FLOW USED FOR FINANCING ACTIVITIES (1,532) (29,427) (2,981) (56,476) Decrease in cash and cash equivalents - (20,509) - (3,069) Cash and cash equivalents, beginning of period - 22,717 - 5,277	. ,	, ,	(79)	• •	(219)
Repayment of long term debt (NOTE 10) (4,000) - (21,500) (27,000) Return of capital (NOTE 12) - (49,185) - (49,185) - (49,185) CASH FLOW USED FOR FINANCING ACTIVITIES (1,532) (29,427) (2,981) (56,476) Decrease in cash and cash equivalents - (20,509) - (3,069) Cash and cash equivalents, beginning of period - 22,717 - 5,277	,	` '	, ,	, ,	, ,
Return of capital (NOTE 12) - (49,185) - (49,185) CASH FLOW USED FOR FINANCING ACTIVITIES (1,532) (29,427) (2,981) (56,476) Decrease in cash and cash equivalents - (20,509) - (3,069) Cash and cash equivalents, beginning of period - 22,717 - 5,277	, ,	•	, -	•	
CASH FLOW USED FOR FINANCING ACTIVITIES(1,532)(29,427)(2,981)(56,476)Decrease in cash and cash equivalents-(20,509)-(3,069)Cash and cash equivalents, beginning of period-22,717-5,277		-	(49,185)	-	
Cash and cash equivalents, beginning of period - 22,717 - 5,277		(1,532)	(29,427)	(2,981)	
Cash and cash equivalents, beginning of period - 22,717 - 5,277	Decrease in each and each equivalents		(20.500)		(3.050)
	•	_		_	
	CASH AND CASH EQUIVALENTS, END OF PERIOD	-	2,717	-	2,208

The accompanying notes are an integral part of these financial statements.



NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

These unaudited interim consolidated financial statements are as at September 30, 2023 and for the three and nine months ended September 30, 2023 and 2022. Tabular amounts are in thousands of Canadian dollars, unless otherwise stated. Amounts in text are in Canadian dollars unless otherwise stated.

1. REPORTING ENTITY

Karve Energy Inc. ("Karve" or the "Company") is a growth-oriented, private oil and natural gas company whose principal business activities are the acquisition, exploration and development of oil and gas properties in western Canada.

The Company was incorporated under the laws of the Province of Alberta on January 30, 2014, under the name "1799380 Alberta Ltd.". On June 16, 2014, the Company changed its name to "Bruin Oil & Gas Inc." ("Bruin") and on September 15, 2016, the Company changed its name to "Karve Energy Inc.". On July 15, 2019, the Company amalgamated with High Ground Energy Inc.

The consolidated financial statements of the Company are comprised of Karve and its wholly-owned subsidiary "DTC Energy Inc." which was incorporated under the laws of the Province of Alberta.

Karve's head office is located at Suite 1700, 205 5 Avenue SW, Calgary Alberta, T2P 2V7.

2. BASIS OF PRESENTATION

Statement of Compliance and Authorization

These interim consolidated financial statements (the "financial statements") are presented under International Financial Reporting Standards ("IFRS"), as issued by the International Accounting Standards Board ("IASB"). These financial statements have been prepared in accordance with IFRS applicable to the preparation of interim consolidated financial statements, including International Accounting Standard ("IAS") 34 Interim Financial Reporting and have been prepared following the same accounting policies as the annual consolidated financial statements for the year ended December 31, 2022. Certain information and disclosures included in the notes to the annual consolidated financial statements are condensed herein or are disclosed on an annual basis only. Accordingly, these interim consolidated financial statements should be read in conjunction with the annual consolidated financial statements for the year ended December 31, 2022.

The financial statements were approved and authorized for issue by Karve's Board of Directors on November 15, 2023.

Basis of Measurement

These financial statements have been prepared on the historical cost basis, except for the revaluation to fair value of certain financial assets and financial liabilities, as required under IFRS. The financial statements are measured and presented in Canadian dollars as the functional currency of the Company.

All accounting policies and methods of computation followed in the preparation of these financial statements are consistent with those in the December 31, 2022 audited consolidated financial statements, except for income taxes. Income taxes for interim periods are accrued using the income tax rate that would be applicable to the expected annual net income.

Use of Estimates and Judgments

The preparation of financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements and revenues and expenses for the periods reported. Actual results may differ from such estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis and revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future years affected. Significant judgments, estimates and assumptions made by management in these financial statements are outlined in NOTE 2 of the December 31, 2022 audited consolidated financial statements.



Changes in Accounting Policies and Disclosures

Amendments to IAS 12 Income Taxes

IAS 12 has been amended to recognize deferred tax on particular transactions that, on initial recognition, give rise to equal amounts of taxable and deductible temporary differences. These amendments are effective for periods beginning on or after January 1, 2023. The Company adopted the amendments to IAS 12, along with any consequential amendments. These changes were made in accordance with applicable transitional provisions and did not have a material impact on the financial statements.

Amendments to IAS 1 Presentation of Financial Statements

The Company plans to adopt the following amendments to accounting standards, issued by the IASB. Each is not expected to have a material impact on the financial statements.

In January 2020, the IASB issued amendments to IAS 1 *Presentation of Financial Statements* ("IAS 1"), to clarify its requirements for the presentation of liabilities as current or non-current in the statement of financial position. This will be effective on January 1, 2024.

In October 2022, the IASB issued amendments to IAS 1, which specify the classification and disclosure of a liability with covenants. This will be effective on January 1, 2024.

3. TRADE AND OTHER RECEIVABLES

	As at	As at
(\$000s)	Sept. 30, 2023	Dec. 31, 2022
Trade	22,559	21,567
Joint venture	1,491	1,447
Allowance for doubtful accounts	(140)	(296)
TRADE AND OTHER RECEIVABLES	23,910	22,718

Of the Company's accounts receivable at September 30, 2023, approximately 60% was receivable from two oil marketers (38% and 22%). At December 31, 2022, approximately 61% was receivable from two oil marketers (33% and 28%). Accounts receivable outstanding greater than ninety days at September 30, 2023 was \$449,000 (December 31, 2022 - \$755,000).

In determining the recoverability of receivables, the Company uses the ECL model and considers the age of the outstanding receivable and the credit worthiness of the counterparties. The Company held a provision of \$140,000 at September 30, 2023 as it determined certain joint venture receivables were uncollectible using the ECL model (December 31, 2022 - \$296,000).

4. PREPAIDS AND DEPOSITS

	As at	As at
(\$000s)	Sept. 30, 2023	Dec. 31, 2022
Prepaids	6,149	9,016
Deposits	145	57
PREPAIDS AND DEPOSITS	6.294	9.073

Included in prepaids are deposits on casing and other equipment for the 2023 and 2024 capital program.

5. TRADE AND OTHER PAYABLES

	As at	As at
(\$000s)	Sept. 30, 2023	Dec. 31, 2022
Trade	15,013	22,308
Accrued	10,174	7,860
Royalties	2,481	1,820
GST	404	390
Joint venture	695	2,088
TRADE AND OTHER PAYABLES	28,767	34,466



6. ACQUISITIONS

On September 28, 2023, the Company acquired assets in the Evi area targeting the Clearwater formation (the "Acquisition") for a total purchase price of \$6.2 million. At the time of Acquisition, there were three producing wells with production of approximately 100 boe/d. The effective date of the Acquisition was September 1, 2023.

The following table summarizes the fair value of the net assets acquired:

(\$000s)	
Exploration and evaluation assets	2,824
Property, plant and equipment	3,486
Decommissioning liabilities	(149)
FAIR VALUE OF NET ASSETS ACQUIRED	6,161
CONSIDERATION	
Cash	6,161
TOTAL PURCHASE PRICE	6,161

7. CAPITAL ASSETS

The following table reconciles movement of Petroleum and natural gas ("P&NG") assets, corporate assets, and exploration and evaluation ("E&E") assets during the period:

	Petroleum and Natural Gas	Corporate	Total Property, Plant and	Exploration & Evalutation
COST (\$000s)	Assets	Assets	Equipment	Assets
BALANCE AT DECEMBER 31, 2021	561,789	988	562,777	18,259
Additions	103,684	112	103,796	452
Transfers to (from) P&NG/E&E assets	486	-	486	(486)
Change in decommissioning provision (NOTE 11)	748	-	748	-
Expiries	-	-	-	(2,226)
BALANCE AT DECEMBER 31, 2022	666,707	1,100	667,807	15,999
Additions	78,337	523	78,860	1,374
Transfers to (from) P&NG/E&E assets	474	-	474	(474)
Change in decommissioning provision (NOTE 11)	35	-	35	-
Expiries	-	-	-	(686)
Acquisitions (NOTE 6)	3,337	-	3,337	2,824
Decommissioning liabilities acquired through acquisitions	149	-	149	-
BALANCE AT SEPTEMBER 30, 2023	749,039	1,623	750,662	19,037
ACCUMULATED DD&A (\$000s)				
BALANCE AT DECEMBER 31, 2021	222,362	651	223,013	-
Depletion, depreciation and amortization	55,439	178	55,617	
BALANCE AT DECEMBER 31, 2022	277,801	829	278,630	-
Depletion, depreciation and amortization	45,892	170	46,062	-
BALANCE AT SEPTEMBER 30, 2023	323,693	999	324,692	-
NET CARRYING AMOUNT, DECEMBER 31, 2022	388,906	271	389,177	15,999
NET CARRYING AMOUNT, SEPTEMBER 30, 2023	425,346	624	425,970	19,037

Petroleum and Natural Gas Assets

At September 30, 2023, future development and production costs of \$443.8 million (December 31, 2022 - \$474.8 million) are included in costs subject to depletion.

General and administration costs capitalized by the Company during the nine months ended September 30, 2023 were \$1.2 million (nine months ended September 30, 2022 - \$1.2 million).

The Company assessed for indicators of impairment and there were no indicators of impairment at September 30, 2023 or December 31, 2022.



Exploration and Evaluation

Exploration and evaluation assets consist of the Company's undeveloped land, seismic, geological and geophysical costs and exploration projects that are pending the determination of technical feasibility.

The Company assessed for indicators of impairment and there were no indicators of impairment at September 30, 2023 or December 31, 2022.

8. RIGHT OF USE ASSETS

The following table reconciles the movement of right of use assets during the period:

(\$000s)	
Balance at December 31, 2022	1,312
Additions	-
BALANCE AT SEPTEMBER 30, 2023	1,312
ACCUMULATED DEPRECIATION AND AMORTIZATION	
Balance at December 31, 2022	(1,083)
Depreciation and amortization	(148)
BALANCE AT SEPTEMBER 30, 2023	(1,231)
NET CARRYING AMOUNT, SEPTEMBER 30, 2023	81

9. LEASE LIABILITY

The Company has lease liabilities for office space. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. Lease liabilities were measured at a discounted value of lease payments using a weighted average incremental borrowing rate of 5% at April 1, 2021.

_(\$000s)	
Balance at December 31, 2022	349
Interest expense	14
Lease payments	(262)
BALANCE AT SEPTEMBER 30, 2023	101
As a	at As at
Sept. 30, 202	23 Dec. 31, 2022
Lease liability - current 10	1 309
Lease liability - long term	- 40
TOTAL LEASE LIABILITY AT END OF PERIOD 10	1 349

The Company has an office lease agreement effective April 1, 2021 to February 28, 2024. On October 5, 2023, the Company entered into a new office lease agreement effective December 1, 2023 to November 30, 2028.

Undiscounted cash outflows related to lease liabilities are:

_(\$000s)	Within 1 year	1 to 5 years	Total
Lease payments	107	-	107



10. OPERATING LOAN AND LONG TERM DEBT

As at September 30, 2023, the Company had total available bank credit facilities of \$55.0 million, comprised of a \$48.0 million Credit Facility and a \$7.0 million operating loan. The Credit Facility is a committed 364 days + 1 year and extendible upon agreement annually and amounts outstanding are shown as long term debt on the Company's balance sheet. The operating loan is shown as a current liability. The Credit Facility and operating loan incur interest based on the applicable Canadian prime rate or Banker's Acceptance rate plus between 2.25% and 5.25% depending on the type of borrowing and the Corporation's debt to EBITDA ratio. The Company is also subject to a standby fee of 0.8125% to 1.3125% based on the Corporation's debt to EBITDA ratio. The next review date is November 30, 2023.

As at September 30, 2023, \$17.8 million (net of unamortized debt issue costs) (December 31, 2022 - \$19.8 million) was drawn on the Credit Facility and \$2.5 million (December 31, 2022 - \$3.1 million) was drawn on the operating loan.

The Company has issued letters of credit of \$400,000 as at September 30, 2023 (December 31, 2022 - \$400,000), thereby reducing the available bank credit facility by this amount.

Bank debt as at September 30, 2023 and December 31, 2022 is as follows:

	As at	As at
(\$000s)	Sept. 30, 2023	Dec. 31, 2022
Credit Facility	18,000	20,000
Less: unamortized debt issue costs	(173)	(205)
LONG TERM DEBT	17,827	19,795
Bank operating loan	2,531	3,119
TOTAL BANK DEBT	20,358	22,914

Financing expense for the three and nine months ended September 30, 2023 and September 30, 2022 is comprised of the following:

	For the three	months ended	For the nine	months ended
(\$000s)	Sept. 30, 2023	Sept. 30, 2022	Sept. 30, 2023	Sept. 30, 2022
Credit facility interest and charges	442	204	1,570	486
Operating loan interest and charges	70	71	162	207
Amortization of debt issue costs	50	25	163	111
Interest on lease liability (NOTE 9)	4	8	13	23
FINANCING EXPENSES	566	308	1,908	827

For the nine months ended September 30, 2023, the effective interest rate on the credit facility was 9.74% (September 30, 2022 -7.1%).

11. DECOMMISSIONING LIABILITY

At the end of the operating life of the Company's facilities and properties and upon retirement of its oil and natural gas assets, decommissioning costs will be incurred by the Company to abandon and reclaim the wells and facilities. Estimates of these costs are subject to uncertainty associated with the method, timing and extent of future decommissioning activities and the discount rate applied in measuring the liability. The liability, the related asset and the expense are impacted by estimates with respect to the costs and timing of decommissioning.

The Company estimates its total undiscounted amount of cash flows required to settle its decommissioning liability is approximately \$190.4 million (\$109.5 million undiscounted, uninflated) (December 31, 2022 - \$185.5 million and \$107.2 million respectively), which will be incurred over the remaining life of the assets with the costs to be incurred between 2023 and 2065. The estimated future cash flows have been discounted using a credit adjusted rate of 12% (December 31, 2022 - 12%) and an inflation rate of 2% (December 31, 2022 - 2%). The change in estimate for the year ended December 31, 2022 relates to an increase in costs of abandonment for 2023 and 2024; and an increase to the credit adjusted discount rate from 11% to 12%.

On May 1, 2020, the Alberta Department of Energy initiated the Site Rehabilitation Program ("SRP") whereby it provided funding in the form of grant payments to the oil field services sector to abandon and/or reclaim upstream oil and gas infrastructure. As at September 30, 2023, the Company recognized \$4.4 million in SRP funding (December 31, 2022 - \$4.4 million). When work is completed and paid to third party contractors, decommissioning liability is reduced with an off-setting credit to depletion, depreciation and amortization in the consolidated statement of income and comprehensive income.



The following table shows changes in the decommissioning liability:

	As at	As at
_(\$000s)	Sept. 30, 2023	Dec. 31, 2022
Balance, beginning of period	20,019	20,852
Decommissioning liabilities incurred during the period	35	264
Decommissioning liabilities acquired through acquisitions (NOTE 6)	149	-
Decommissioning liabilities settled during the period	(4,167)	(2,547)
Decommissioning liabilities settled during the period through SRP	-	(1,331)
Accretion expense during the period	1,954	2,297
Change in estimate	-	484
BALANCE, END OF PERIOD	17,990	20,019
Decommissioning liability - current	2,932	4,126
Decommissioning liability - long term	15,058	15,893
TOTAL DECOMMISSIONING LIABILITY - END OF PERIOD	17,990	20,019

12. SHARE CAPITAL

a) Authorized

Unlimited number of common voting shares.

Unlimited number of preferred shares, issuable in series.

b) Issued and Outstanding Common Shares

(\$000s except for share amounts)	Number	Amount
Common Shares		
BALANCE AT DECEMBER 31, 2021	140,529,665	225,158
Return of capital	-	(49,185)
BALANCE AT DECEMBER 31, 2022 and SEPTEMBER 30, 2023	140,529,665	175,973

On July 1, 2022, the Company notified its Shareholders that the Company would reduce its stated capital by \$49.2 million in the aggregate, representing a Return of Capital of \$0.35 per Common Share. The Company distributed that amount to the holders of the Common Shares (the "Return of Capital"). The record date for determining the holders of Common Shares entitled to receive the Return of Capital was the close of business on July 15, 2022 and the Return of Capital was paid on July 29, 2022.

On November 15, 2023, the Company announced it will reduce its stated capital by \$21.1 million, representing a Return of Capital of \$0.15 per Common Share. The record date for determining the holders of Common Shares entitled to receive the Return of Capital is the close of business on December 1, 2023, and the Return of Capital payment date will be December 15, 2023.

c) Contributed Surplus

BALANCE, END OF PERIOD	34,247	32,483
Share-based compensation - warrants	1,511	650
Share-based compensation - options	253	1,188
Balance, beginning of period	32,483	30,645
(\$000s)	Sept. 30, 2023	Dec. 31, 2022
	As at	As at



d) Per Share Amounts

	For the three	months ended	For the nine	months ended
(\$000s except per share amounts)	Sept. 30, 2023	Sept. 30, 2022	Sept. 30, 2023	Sept. 30, 2022
Net income for the period	13,290	22,713	35,374	58,779
Weighted average number of shares - basic	140,529,665	140,529,665	140,529,665	140,529,665
Dilutive impact of share-based compensation plans	15,260,457	12,660,926	15,260,457	12,660,926
Weighted average number of shares - diluted	155,790,122	153,190,591	155,790,122	153,190,591
Net income per share - basic	0.09	0.16	0.25	0.42
Net income per share - diluted	0.09	0.15	0.23	0.38

13. OTHER INCOME

The following table presents the composition of amounts included in Other Income in the consolidated statements of net income and comprehensive income:

	For the three	months ended	For the nine	months ended
(\$000s)	Sept. 30, 2023	Sept. 30, 2022	Sept. 30, 2023	Sept. 30, 2022
Processing fee income	1,096	1,264	3,214	3,392
Royaltyincome	82	72	288	216
Other	145	35	393	174
TOTAL OTHER INCOME	1,323	1,371	3,895	3,782

Processing fee income relates to the Company processing third party oil and gas volumes through Karve owned and operated facilities

Royalty income relates to freehold royalties, gross overriding royalties, royalties paid to the Company on fee title lands, and net profit interests.

14. SHARE-BASED COMPENSATION

The following table summarizes the Company's share-based compensation:

	For the three	months ended	For the nine	months ended
(\$000s)	Sept. 30, 2023	Sept. 30, 2022	Sept. 30, 2023	Sept. 30, 2022
Share-based compensation - options	65	161	253	489
Share-based compensation - performance warrants	512	53	1,511	419
TOTAL SHARE-BASED COMPENSATION	577	214	1,764	908

a) Stock Options

Effective June 15, 2016, the Company adopted a new stock option plan under which officers, management, employees, directors and consultants of the Company are eligible to receive grants. Under the stock option plan, which was approved by the Board of Directors, the granted stock options vest to the grantee over a three-year period, the grantee has the right to exercise the stock options for seven years from the date of the grant and the stock options terminate 30 days following the termination of the grantee's employment. All stock options vest and may be exercisable in the event of a change of control or initial public offering. The maximum number of outstanding stock options under the plan is limited to 10% of the common shares outstanding. Stock option grants and the option exercise price are set by the Board of Directors at the time of grant. On November 6, 2019, an extension of 2 years to the expiry date (from 5 years to 7 years) for options outstanding was approved by the Board of Directors.

On November 25, 2022, an extension of 2 years to the expiry (from 7 years to 9 years) for options outstanding was approved by the Board of Directors.

Share-based compensation expense related to stock options during the three and nine months ended September 30, 2023 was \$65,000 and \$253,000 (three and nine months ended September 30, 2022 - \$161,000 and \$489,000).



The following table sets forth a reconciliation of the stock option plan activity from December 31, 2021 through to September 30, 2023:

		Wtd. Avg.
	Exe	ercise Price
	Number	(\$) ⁽¹⁾
Balance at December 31, 2021	13,736,260	1.44
Granted	297,500	3.09
Forfeited	(81,000)	1.80
BALANCE AT DECEMBER 31, 2022	13,952,760	1.47
Forfeited	(170,000)	1.90
BALANCE AT SEPTEMBER 30, 2023	13,782,760	1.46

⁽¹⁾ Weighted average exercise prices have been adjusted due to the \$0.35 per share return of capital distribution paid on July 29, 2022.

There were no stock options exercised during the nine months ended September 30, 2023. As at September 30, 2023 there were 13,484,421 options exercisable. There were no stock options exercised during the year ended December 31, 2022 and there were 13,438,592 options exercisable as at December 31, 2022.

The range of exercise prices of the outstanding options and weighted average contractual life remaining as at September 30, 2023 were as follows:

	3.09	13,782,760	13,484,421
\$1.65 - \$3.09	3.67	9,794,427	9,496,088
\$0.51 - \$1.64	1.77	1,667,357	1,667,357
\$0.50	1.60	2,320,976	2,320,976
Exercise Price Range (1)	Life Remaining	outstanding	exercisable
	Contractual	options	options
	Wtd. Avg.	Number of	Number of

⁽¹⁾ Exercise prices have been adjusted due to the \$0.35 per share return of capital distribution paid on July 29, 2022.

The fair value of each option granted, modified or acquired is estimated on the date of grant or acquisition using the Black-Scholes option pricing model with the following weighted average assumptions:

	For the nine months ended
	Sept. 30, 2022
Weighted average fair value of options granted	1.77
Risk-free Interest rate (%)	2.83%
Expected life (years)	5.8
Estimated volatility of underlying common shares (%)	61%
Weighted average grant date share price	3.09
Forfeiture rate	3%
Expected dividend yield (%)	

The expected volatility of the options granted is based on the historical volatility of publicly traded peer companies that in management's judgement have similar characteristics to the Company and are therefore a good indicator of the expected volatility of the Company.

b) Performance Warrants

There were no performance warrants issued by the Board of Directors during the nine months ended September 30, 2023 (year ended December 31, 2022 – nil).



The performance warrants entitle the holder to purchase one common share of the Company and were originally granted with the following vesting dates and exercise prices:

	2016 Issuance	2017 Issuance
Warrants granted	16,125,000	17,937,500
Issue date	\$1.50	\$3.00
First anniversary	\$1.70	\$3.40
Second anniversary	\$1.90	\$3.80
Third anniversary	\$2.10	\$4.20
Fourth anniversary	\$2.30	\$4.60

The right to exercise the performance warrants is subject to a performance event taking place which includes the occurrence of any of the following (i) the Company raising a minimum of \$25.0 million through a private placement, excluding the securities issued as part of the recapitalization that occurred in June 2016 (ii) the occurrence of an initial public offering on a recognized Canadian or U.S. stock exchange, or (iii) a change of control. Only vested performance warrants based on the schedule above will become exercisable if the Company achieves performance event (i). In the event of performance event (ii) and (iii), all performance warrants outstanding which have not vested or become exercisable in accordance with their terms shall vest and become exercisable immediately. On November 6, 2019, an extension of 2 years to the expiry date (from 5 years to 7 years) for performance warrants was approved by the Board of Directors. On November 25, 2022, an extension of 2 years to the expiry (from 7 years to 9 years) for options outstanding was approved by the Board of Directors.

Share-based compensation expense related to performance warrants during the three and nine months ended September 30, 2023 was \$512,000 and \$1.5 million (three and nine months ended September 30, 2022 - \$53,000 and \$419,000).

The following table sets forth a reconciliation of performance warrant activity from December 31, 2021 through to September 30, 2023:

		Wtd. Avg. Exercise Price
	Number	(\$) ⁽¹⁾
Balance at December 31, 2021	31,893,500	2.51
Forfeited	(62,000)	3.45
BALANCE AT DECEMBER 31, 2022	31,831,500	2.51
Forfeited	(20,000)	3.45
BALANCE AT SEPTEMBER 30, 2023	31,811,500	2.51

(1) Weighted average exercise prices have been adjusted due to the \$0.35 per share return of capital distribution paid on July 29, 2022.

There were no performance warrants exercised during the nine months ended September 30, 2023 (year ended December 31, 2022 - nil) and 6,460,000 performance warrants were exercisable at September 30, 2023 and December 31, 2022.

The range of exercise prices of the outstanding performance warrants and weighted average contractual life remaining as at September 30, 2023 were as follows:

	Wtd. Avg.	Number of	Number of
	Contractual	warrants	warrants
Exercise Price Range (1)	Life Remaining	outstanding	exercisable
\$1.15 to \$2.64	1.69	15,700,000	6,460,000
\$2.65 to \$3.64	2.70	9,666,900	-
\$3.65 to \$4.25	2.70	6,444,600	
	2.20	31,811,500	6,460,000

(1) Exercise prices have been adjusted due to the \$0.35 per share return of capital distribution paid on July 29, 2022.



15. COMMITMENTS

Future minimum payments under operating lease agreements as at September 30, 2023 are as follows:

(\$000s)	2023	2024	2025	Thereafter	Total
Operating leases	30	17	17	14	78
TOTAL COMMITMENTS	30	17	17	14	78

16. FINANCIAL INSTRUMENTS

The Company has exposure to credit, liquidity, interest, and foreign currency risk from its use of financial instruments. Further qualitative disclosures are included throughout these financial statements.

The Board of Directors has overall responsibility for identifying the principal risks of the Company and ensuring the policies and procedures are in place to appropriately manage these risks. Karve's management identifies, analyzes and monitors risks and considers the implication of the market condition in relation to the Company's activities.

a) Fair Value of Financial Instruments

Financial instruments comprise cash and cash equivalents, trade and other receivables, deposits, derivative assets (liabilities), trade and other payables, operating loan, and long term debt.

There are three levels of fair value by which a financial instrument can be classified:

Level 1 - Quoted prices in active markets for identical assets and liabilities such as traded securities on a registered exchange where there are a sufficient frequency and volume of transactions to provide ongoing pricing information.

Level 2 - Inputs other than quoted prices that are observable for the asset and liability either directly and indirectly such as quoted forward prices for commodities, foreign exchange contracts, time value and volatility factors which can be substantially observed or corroborated in the marketplace; and

Level 3 - Inputs that are not based on observable market data.

The fair values of the derivative contracts and foreign exchange contracts used for risk management as at September 30, 2023 were measured using level 2 observable inputs. This includes quoted prices received from financial institutions based on published forward price curves as at the measurement date, (using the remaining contracted oil and natural gas volumes) and forward exchange rates, respectively.

The fair value of cash and cash equivalents, trade and other receivables, deposits, and trade and other payables approximate their carrying amounts due to their short-term maturities. The fair value of the amounts drawn on the operating loan and long term debt is equal to its carrying amount as the facilities bear interest at floating rates and credit spreads that are indicative of market rates.

The following table summarizes Karve's financial instruments at September 30, 2023:

	Amortized	Total fair
_(\$000s)	cost	value
Assets		
Trade and other receivables	23,910	23,910
Deposits	145	145
	24,055	24,055
Liabilities		
Operating loan (NOTE 10)	2,531	2,531
Trade and other payables	28,767	28,767
Derivative liability (NOTE 16)	304	304
Long term debt	17,827	17,827
	49,429	49,429



The following table summarizes Karve's financial instruments at December 31, 2022:

	Amortized	Total fair
_(\$000s)	cost	value
Assets		
Trade and other receivables	22,718	22,718
Deposits	57	57
	22,775	22,775
Liabilities		
Operating loan (NOTE 10)	3,119	3,119
Trade and other payables	34,466	34,466
Derivative liability (NOTE 16)	204	204
Long term debt	19,795	19,795
	57,584	57,584

b) Risk Associated with Financial Assets and Liabilities

Market Risk

Market risk is the risk that changes in market prices, such as commodity prices, foreign exchange rates, and interest rates will affect the Company's net income or the value of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable limits, while maximizing returns. The Company utilizes financial derivative contracts to manage certain market risks. All such transactions are conducted in accordance with the risk management policy that has been approved by the Board of Directors.

The components of the (loss) gain on financial derivative contracts is as follows:

	For the three months ended		For the nine months ended	
(\$000s)	Sept. 30, 2023	Sept. 30, 2022	Sept. 30, 2023	Sept. 30, 2022
Unrealized (loss) gain financial derivative contracts	(806)	11,183	(101)	834
Realized gain (loss) on financial derivative contracts	66	(6,497)	(224)	(22,707)
(LOSS) GAIN ON FINANCIAL DERIVATIVE CONTRACTS	(740)	4,686	(325)	(21,873)

i) Commodity Price Risk

Due to the volatile nature of natural gas and oil commodity prices, the Company is exposed to adverse consequences if commodity prices decline. The Company is exposed to commodity price movements as part of its operations, particularly in relation to the prices received for its oil and gas production. Oil and gas is sensitive to numerous worldwide factors, many of which are beyond the Company's control. Changes in global supply and demand fundamentals in the oil and gas market and geopolitical events can significantly affect oil and gas prices. These factors could be impacted by the rate at which global energy markets transition to lower carbon-based economies. Consequently, these changes could also affect the value of the Company's properties, the level of spending for exploration and development and the ability to meet obligations as they come due. The Company's oil production is sold under short-term contracts, exposing it to the risk of near-term price movements depending on marketing conditions. It is the Company's policy to hedge a portion of its crude oil sales through the use of financial derivative contracts. The Company does not apply hedge accounting to these contracts.

At September 30, 2023, the Company had the following commodity contracts in place:

			Volume	Put Price	Call Price	Liability
Туре	Term	Basis ⁽¹⁾	(Bbl/d)	(\$CAD/BbI) ⁽¹⁾	(\$CAD/BbI) ⁽¹⁾	(\$000s)
Collar	Oct. 1/23 - Dec. 31/23	WTI	500	93.00	125.50	(232)
Put option	Oct. 1/23 - Dec. 31/23	WTI	500	93.00	-	(97)
TOTAL VOLUM	E AND WEIGHTED AVERAGE PRICE		1,000	93.00	125.50	(329)

^(1) Nymex WTI monthly average in $\$ CAD.



At September 30, 2023 the fair value of the commodity derivative contracts was a current liability position of \$329,000, resulting in an unrealized loss of \$329,000 and \$125,000, respectively, for the three and nine months ended September 30, 2023 (December 31, 2022 - \$204,000 current liability and unrealized gain of \$5.0 million). The fair value, or mark-to-market value, of these contracts are based on the estimated amount that would have been received or paid to settle the contracts as at September 30, 2023 and may be different from what will eventually be realized. During the three and nine months ended September 30, 2023, the Company realized a loss of \$nil and \$331,000, respectively, on the commodity derivative contracts.

Assuming all other variables remain constant, a \$5.00 USD increase in WTI would result in an unrealized loss of \$481,000 and \$277,000, respectively, for the three and nine months ended September 30, 2023, and a derivative liability of \$481,000; and a \$5.00 USD decrease in WTI would result in an unrealized loss of \$244,000 and \$40,000, respectively, for the three and nine months ended September 30, 2023, and a derivative liability of \$244,000.

During the three months ended September 30, 2022, the Company recorded a realized loss and an unrealized gain on financial derivative contracts of \$6.5 million and \$11.2 million, respectively. This was due to the increase in benchmark oil prices compared to the fixed swap contract prices. These derivative contracts were completed on December 31, 2022.

ii) Foreign Exchange Risk

The Company is exposed to the risk of changes in the U.S./Canadian dollar exchange rate ("USD/CAD") on crude oil sales based on U.S. dollar benchmark prices. Foreign exchange risk is mitigated by entering into foreign exchange contracts. During the nine months ended September 30, 2023, the Company entered into the following foreign exchange contract:

		Monthly			Current Asset
Туре	Term	Notional Amt.	Floor	Ceiling	(\$000s)
Average rate collar	Apr. 1/23 - Dec. 31/23	US \$3.5 million	1.3400	1.3960	25

At September 30, 2023, the fair value of the foreign exchange contract was a current asset position of \$25,000 resulting in an unrealized loss of \$476,000 and an unrealized gain of \$25,000 for the three and nine months ended September 30, 2023, respectively. The fair value, or mark-to-market value, of these contracts are based on the estimated amount that would have been received or paid to settle the contracts as at September 30, 2023 and may be different from what will eventually be realized. During the three and nine months ended September 30, 2023, the Company realized a gain of \$66,000 and \$106,000, respectively, on the foreign exchange contract.

Assuming all other variables remain constant, an increase of \$0.01 in USD/CAD would have resulted in an unrealized loss of \$505,000 and \$3,000, respectively, for the three and nine months ended September 30, 2023, and a derivative liability of \$3,000. A decrease of \$0.01 in USD/CAD would have resulted in an unrealized loss of \$438,000 for the three months ended September 30, 2023, and an unrealized gain of \$63,000 for the nine months ended September 30, 2023; and a derivative asset of \$63,000.

iii) Interest Rate Risk

The Company is exposed to interest rate risk to the extent that bank debt is at a floating or short-term rate of interest in relation to interest expense on its long term debt and operating loan facility. The Credit Facility and operating line incur interest based on the applicable Canadian prime rate or Banker's Acceptance rate plus between 2.25% and 5.25% depending on the type of borrowing and the Company's debt to EBITDA ratio and is subject to an annual standby fee on the undrawn portion. As at September 30, 2023, \$18.0 million (December 31, 2022 - \$20.0 million) was drawn on the Credit facility (\$17.8 million – net of amortized debt issue costs). Currently the Company has not entered into any agreements to manage this risk. An increase (decrease) in the interest rate by 1% would result in an increase (decrease) to net income before tax of \$176,000 for the nine months ended September 30, 2023 (nine months ended September 30, 2022 - \$95,000).

Liquidity Risk

The Company's approach to managing liquidity risk is to have sufficient cash and/or credit facilities to meet its obligations when due. Management typically forecasts cash flows for a period of 12 months to identify any financing requirements. Liquidity is managed through daily and longer-term cash, debt, and equity management strategies. These include estimating future cash generated from operations based on reasonable production and pricing assumptions, estimating future discretionary and non-discretionary capital expenditures and assessing the amount of equity or debt financing available.



A contractual maturity analysis for the Company's financial liabilities as at September 30, 2023 is as follows:

(\$000s)	Within 1 year	1 to 5 years	Total
Bank indebtedness	2,531	-	2,531
Trade and other payables	28,767	-	28,767
Derivative liability	304	-	304
Lease liabilities	107	-	107
Long term debt	-	17,827	17,827
TOTAL	31,709	17,827	49,536

A contractual maturity analysis for the Company's financial liabilities as at December 31, 2022 is as follows:

(\$000s)	Within 1 year	1 to 5 years	Total
Bank indebtedness	3,119	-	3,119
Trade and other payables	34,466	-	34,466
Derivative liability	204	-	204
Lease liabilities	326	43	369
Long term debt	-	19,795	19,795
TOTAL	38,115	19,838	57,953

17. CAPITAL MANAGEMENT

a) Capital Base

In order to continue the Company's future exploration and development program, the Company must maintain a strong capital base to enable access to equity and debt markets. The Company continually monitors the risk/reward profile of its exploration and development projects and the economic indicators in the market including commodity prices, interest rates and foreign exchange rates. After considering these factors, revisions to the Company's capital budget are made upon the approval of the Board of Directors.

The Company considers shareholders' capital and net debt/adjusted positive working capital (excluding derivative assets/liabilities and decommissioning liability) as components of its capital base. The Company can access or increase capital through the issuance of shares, through bank borrowings (based on reserves) and by building cash reserves by reducing its capital expenditure program.

The following table represents the net capital of the Company:

CAPITAL BASE	348,364	304,558
NET DEBT	(18,921)	(25,589)
Long term debt	(17,827)	(19,795)
Operating loan	(2,531)	(3,119)
Trade and other payables	(28,767)	(34,466)
Total current assets	30,204	31,791
Shareholders' Equity	367,285	330,147
(\$000s)	Sept. 30, 2023	Dec. 31, 2022
	As at	As at

The Company monitors its capital based primarily on its net debt to annualized funds flow ratio. Net debt is defined as long term debt plus any net working capital deficiency excluding derivative contract asset/liability, current portion of decommissioning liability, and current portion of lease liability. Annualized funds flow is calculated as cash flow from operations before changes in non-cash working capital for the Company's most recent quarter, multiplied by four. To facilitate the management and control of its capital base, the Company prepares annual operating and capital expenditure budgets. The budgets are updated when critical factors change. These include economic factors such as the state of equity markets, changes to commodity prices, interest rates, foreign exchange rates and Company specific factors or assumptions such as the Company's drilling results and its production profile. The Company's Board of Directors approves the budget and changes thereto. At September 30, 2023, the Company had net debt of \$18.9 million (December 31, 2022 – \$25.6 million).



The Company's share capital is not subject to external restrictions, but the Company does have key covenants of its credit facilities that include standard business operating covenants. As at September 30, 2023, the Company is in compliance with all covenants and management expects to comply with all terms during the subsequent 12-month period.

18. SUPPLEMENTAL INFORMATION

The following table presents the composition of changes in non-cash working capital and the allocation to operating and investing activities:

	For the three months ended		For the nine	months ended
(\$000s)	Sept. 30, 2023	Sept. 30, 2022	Sept. 30, 2023	Sept. 30, 2022
CHANGES IN NON-CASH WORKING CAPITAL:				
Trade and other receivables (NOTE 3)	(4,598)	7,047	(1,191)	(3,260)
Prepaids and deposits (NOTE 4)	1,349	(1,212)	2,779	(2,779)
Trade and other payables (NOTE 5)	4,008	7,047	(5,699)	16,122
TOTAL CHANGES IN NON-CASH WORKING CAPITAL	759	12,882	(4,111)	10,083
CHANGES IN NON-CASH WORKING CAPITAL RELATED TO:				
Operating activities	(700)	5,691	(2,552)	(6,268)
Investing activities	1,459	7,191	(1,559)	16,351
TOTAL CHANGES IN NON-CASH WORKING CAPITAL	759	12,882	(4,111)	10,083

The following table provides a detailed breakdown of the cash and non-cash changes in financing liabilities arising from financing activities:

	Long term	Lease
_(\$000s)	debt	liabilties
Balance at December 31, 2021	26,823	602
Additions	19,972	-
Cash flows	(27,166)	(253)
Amortization of debt issuance costs	166	
BALANCE AT DECEMBER 31, 2022	19,795	349
Additions	19,369	-
Cash flows	(21,500)	(248)
Amortization of debt issuance costs	163	_
BALANCE AT SEPTEMBER 30, 2023	17,827	101

The following table presents the composition of petroleum & natural gas sales by product:

	For the three months ended		For the nine months ended	
(\$000s)	Sept. 30, 2023	Sept. 30, 2022	Sept. 30, 2023	Sept. 30, 2022
Crude oil	55,254	56,978	159,324	186,958
Natural gas liquids	2,112	2,679	6,074	7,976
Natural gas	4,703	5,663	13,529	21,509
TOTAL PETROLEUM AND NATURAL GAS SALES	62,069	65,320	178,927	216,443

19. SUBSEQUENT EVENTS

On November 15, 2023, the Company announced it will reduce its stated capital by \$21.1 million, representing a Return of Capital of \$0.15 per Common Share. The record date for determining the holders of Common Shares entitled to receive the Return of Capital is the close of business on December 1, 2023, and the Return of Capital payment date will be December 15, 2023.