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INDEPENDENT AUDITORS' REPORT

To the Shareholders and Board of Directors of Surge Energy Inc.

Opinion

We have audited the consolidated financial statements of Surge Energy Inc. (the Entity), which comprise:

- the consolidated statements of financial position as at December 31, 2022 and December 31, 2021
- the consolidated statements of income and comprehensive income for the years then ended
- the consolidated statements of changes in shareholders' equity for the years then ended
- the consolidated statements of cash flows for the years then ended
- and notes to the consolidated financial statements, including a summary of significant accounting policies

(Hereinafter referred to as the "financial statements").

In our opinion, the accompanying financial statements present fairly, in all material respects, the consolidated financial position of the Entity as at December 31, 2022 and December 31, 2021, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB).

Basis for Opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the "Auditor's Responsibilities for the Audit of the Financial Statements" section of our auditor's report.

We are independent of the Entity in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada and we have fulfilled our other ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.



Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements for the year ended December 31, 2022. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined the matters described below to be the key audit matters to be communicated in our auditor's report.

Assessment of the impact of estimated proved and probable oil and gas reserves on property, plant and equipment ("PP&E") and the deferred tax asset ("DTA")

Description of the matter

We draw attention to note 2, note 3, note 4, note 5, note 6, note 7 and note 16 to the financial statements. The Entity uses estimated proved and probable oil and gas reserves to deplete its PP&E, to assess for indicators of impairment or impairment reversal on each of the Entity's cash generating units ("CGU"), to estimate the acquisition date fair value of PP&E acquired in a business combination and to determine if it is probable that future taxable profits will be sufficient to utilize the underlying deductible temporary differences and unused tax losses associated with the DTA.

The Entity depletes its net carrying value of petroleum and natural gas properties, which is included in PP&E, by area using the unit-of-production basis over the estimated proved and probable oil and gas reserves before royalties. Depletion is calculated at the CGU level and takes into account expenditures incurred to date together with forecasted future development costs to develop the proved and probable oil and gas reserves. Depletion expense on PP&E was \$152 million for the year ended December 31, 2022.

The Entity assesses at each reporting date whether there is an indication that PP&E within the Entity's CGUs may be impaired or that historical impairment may be reversed. The estimate of proved and probable oil and gas reserves is significant to the Entity's assessment. The Entity determined that there were no external or internal indicators of impairment or impairment reversal at December 31, 2022 for any of the Entity's CGUs and no impairment tests were required.

The Entity acquired PP&E through a business combination on December 19, 2022. The acquisition date fair value of the acquired PP&E was \$209 million. The determination of the acquisition date fair value of the acquired PP&E involves significant estimates, including proved and probable oil and gas reserves and the discount rates.

The Entity recognized a DTA of \$76 million at December 31, 2022. The determination of probable future taxable profits involves significant estimates, including proved and probable oil and gas reserves.



The estimate of proved and probable oil and gas reserves includes significant assumptions related to:

- Forecasted oil and gas commodity prices
- Forecasted production volumes
- Forecasted operating costs
- Forecasted royalty costs
- Forecasted future development costs.

The Entity engages independent third party reserve evaluators to estimate proved and probable oil and gas reserves.

Why the matter is a key audit matter

We identified the assessment of the impact of estimated proved and probable oil and gas reserves on PP&E and the DTA as a key audit matter. Significant auditor judgment was required to evaluate the results of our audit procedures regarding the estimate of proved and probable oil and gas reserves, the external and internal indicators of impairment or impairment reversal included in the Entity's indicator assessment and the discount rates. Additionally, the assessment of the acquisition date fair value of the acquired PP&E and the measurement of the DTA requires the use of professionals with specialized skills and knowledge in valuation and tax, respectively.

How the matter was addressed in the audit

The following are the primary procedures we performed to address this key audit matter:

With respect to the estimate of proved and probable oil and gas reserves as at December 31, 2022:

- We evaluated the competence, capabilities and objectivity of the independent third party reserve evaluators engaged by the Entity
- We compared forecasted oil and gas commodity prices to those published by other independent third party reserve evaluators
- We compared the 2022 actual production, operating costs, royalty costs and development costs of the Entity to those estimates used in the prior year's estimate of proved oil and gas reserves to assess the Entity's ability to accurately forecast
- We evaluated the appropriateness of forecasted production and forecasted operating costs, royalty costs and future development costs assumptions by comparing to 2022 historical results. We took into account changes in conditions and events affecting the Entity to assess the adjustments or lack of adjustments made by the Entity in arriving at the assumptions.

We assessed the depletion expense calculation for compliance with IFRS as issued by the IASB.

We evaluated the Entity's assessment of external and internal indicators of impairment or impairment reversal by considering whether the quantitative and qualitative information in the analysis was consistent with external market and industry data and the estimate of proved and probable oil and gas reserves.



We involved valuation professionals with specialized skills and knowledge, who assisted in:

- Evaluating the appropriateness of the Entity's discount rates for the acquired PP&E by comparing the discount rates to market and other external data
- Assessing the reasonableness of the Entity's estimate of the acquisition date fair value of the acquired PP&E by comparing the Entity's estimate to market metrics and other external data.

We assessed the measurement of the DTA for compliance with IFRS as issued by the IASB.

We involved income tax professionals with specialized skills and knowledge who assisted in evaluating the application of relevant tax laws and regulations and the appropriateness of the Entity's estimate of future taxable profits used in the measurement of the DTA.

Other Information

Management is responsible for the other information. Other information comprises the information included in Management's Discussion and Analysis filed with the relevant Canadian Securities Commissions.

Our opinion on the financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit and remain alert for indications that the other information appears to be materially misstated.

We obtained the information included in Management's Discussion and Analysis filed with the relevant Canadian Securities Commissions as at the date of this auditor's report. If, based on the work we have performed on this other information, we conclude that there is a material misstatement of this other information, we are required to report that fact in the auditor's report.

We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with IFRS as issued by the IASB, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Entity's ability to continue as a going concern, disclosing as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Entity or to cease operations, or has no realistic alternative but to do so.



Those charged with governance are responsible for overseeing the Entity's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion.
The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Entity's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Entity's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Entity to cease to continue as a going concern.



- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.
- Provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.
- Determine, from the matters communicated with those charged with governance, those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our auditor's report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this auditor's report is Grace Whouy-Chung Fung.

KPMG LLP

Chartered Professional Accountants

Calgary, Canada
March 8, 2023

Consolidated Statements of Financial Position

Stated in thousands of dollars

As at	December 31, 2022	December 31, 2021
Assets		
Current assets		
Accounts receivable	\$ 60,623	\$ 55,738
Fair value of financial contracts (note 8)	1,482	—
Prepaid expenses and deposits	3,032	3,152
	65,137	58,890
Fair value of financial contracts (note 8)	660	—
Property, plant and equipment (note 6)	1,407,885	1,216,557
Deferred income taxes (note 16)	76,395	—
	\$ 1,550,077	\$ 1,275,447
Liabilities		
Current liabilities		
Accounts payable and accrued liabilities	\$ 93,373	\$ 84,330
Dividends payable	3,375	—
Fair value of financial contracts (note 8)	3,423	32,015
Current portion of term debt (note 9)	24,849	3,356
Current portion of convertible debentures (note 10)	—	42,612
Current portion of lease and other obligations (note 20)	6,412	7,703
Current portion of decommissioning obligations (note 11)	10,000	10,000
	141,432	180,016
Fair value of financial contracts (note 8)	23	1,149
Bank debt (note 9)	30,597	98,066
Term debt (note 9)	231,183	130,637
Convertible debentures (note 10)	32,491	31,322
Decommissioning obligations (note 11)	253,642	297,515
Long term lease and other obligations (note 20)	22,387	23,359
Shareholders' equity		
Share capital	1,765,442	1,654,211
Equity component of convertible debentures (note 10)	2,715	6,266
Contributed surplus	58,960	52,147
Deficit	(988,795)	(1,199,241)
	838,322	513,383
Commitments (note 19)		
Subsequent event (note 21)		
	\$ 1,550,077	\$ 1,275,447

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

Approved on behalf of the Board:

(Signed)

Allison Maher, Director

(Signed)

Paul Colborne, Director

Consolidated Statements of Income and Comprehensive Income

Stated in thousands of dollars, except per share amounts

	Years Ended December 31,	
	2022	2021
Petroleum and natural gas revenue (note 13)	\$ 727,228	\$ 410,063
Processing income (note 13)	7,242	4,575
Royalties	(127,548)	(58,465)
Unrealized gain (loss) on financial contracts	27,913	(5,570)
Realized loss on financial contracts	(98,145)	(91,990)
	536,690	258,613
Expenses		
Operating	160,133	116,413
Transportation	11,272	7,098
General and administrative	16,626	13,238
Stock-based compensation (note 12)	4,925	3,922
Depletion and depreciation (note 6)	142,316	112,217
Impairment reversal (note 7)	—	(333,475)
Finance expense (note 14)	35,097	31,901
(Gain) loss on disposals (note 6, 20)	3,240	(25,762)
Transaction and other costs (note 15)	3,679	5,417
Gain on acquisitions (note 5, 6)	—	(68,577)
	377,288	(137,608)
Income before income taxes	159,402	396,221
Deferred income tax recovery (note 16)	(72,316)	(11,387)
Net income and comprehensive income for the year	\$ 231,718	\$ 407,608
Income per share (note 12)		
Basic	\$ 2.74	\$ 7.42
Diluted	\$ 2.66	\$ 7.28

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

Consolidated Statements of Changes in Shareholders' Equity

Stated in thousands of dollars, except share amounts

	Number of common shares	Share capital	Convertible debentures - equity portion	Contributed surplus	Deficit	Total equity
Balance at December 31, 2020	39,971,614	\$ 1,482,249	\$ 6,266	\$ 52,118	\$ (1,606,849)	\$ (66,216)
Net income for the year	—	—	—	—	407,608	407,608
Issued pursuant to acquisition	38,107,073	148,800	—	—	—	148,800
Share issue costs	—	(2,564)	—	—	—	(2,564)
Flow-through shares issued	4,586,471	23,001	—	—	—	23,001
Premium on flow-through shares	—	(3,119)	—	—	—	(3,119)
Transfer on exercise of RSAs and PSAs ⁽¹⁾	692,063	5,844	—	(5,844)	—	—
Stock-based compensation	—	—	—	5,873	—	5,873
Balance at December 31, 2021	83,357,221	\$ 1,654,211	\$ 6,266	\$ 52,147	\$ (1,199,241)	\$ 513,383
Balance at December 31, 2021	83,357,221	\$ 1,654,211	\$ 6,266	\$ 52,147	\$ (1,199,241)	\$ 513,383
Net income for the year	—	—	—	—	231,718	231,718
Issued pursuant to acquisition	3,783,784	31,027	—	—	—	31,027
Issued pursuant to short form prospectus	8,703,200	80,505	—	—	—	80,505
Share issue costs, net of tax recovery	—	(2,554)	—	—	—	(2,554)
Convertible debentures redeemed	—	—	(3,551)	3,551	—	—
Transfer on exercise of RSAs and PSAs ⁽¹⁾	633,161	2,253	—	(7,048)	—	(4,795)
Stock-based compensation, net of tax recovery	—	—	—	10,310	—	10,310
Dividends	—	—	—	—	(21,272)	(21,272)
Balance at December 31, 2022	96,477,366	\$ 1,765,442	\$ 2,715	\$ 58,960	\$ (988,795)	\$ 838,322

⁽¹⁾ RSA and PSA defined as restricted share and performance share awards.

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

Consolidated Statements of Cash Flows

Stated in thousands of dollars

	Years Ended December 31,	
	2022	2021
Cash provided by (used in)		
Operating		
Net income	\$ 231,718	\$ 407,608
(Gain) loss on disposals of property, plant and equipment	3,240	(25,762)
Gain on acquisitions	—	(68,577)
Unrealized (gain) loss on financial contracts	(27,913)	5,570
Finance expense	35,097	31,901
Interest expense	(27,191)	(26,996)
Depletion and depreciation	142,316	112,217
Impairment reversal	—	(333,475)
Decommissioning expenditures	(7,895)	(6,738)
Transaction and other costs	(1,585)	(5,943)
Stock-based compensation	4,925	3,922
Deferred income tax recovery	(72,316)	(11,387)
Change in non-cash working capital (note 18)	(4,271)	18,144
Cash flow from operating activities	276,125	100,484
Financing		
Bank debt	(67,469)	(191,550)
Term debt	120,245	92,972
Dividends paid	(17,897)	—
Issuance of flow-through shares	—	23,001
Payments on lease obligations	(5,760)	(8,481)
Shares issued pursuant to short form prospectus	80,505	—
Share issue costs	(4,182)	(2,564)
Convertible debentures redeemed	(44,500)	—
Cash-settled stock-based compensation	(4,795)	—
Change in non-cash working capital (note 18)	—	2,141
Cash flow used in financing activities	56,147	(84,481)
Investing		
Expenditures on property, plant and equipment	(169,944)	(103,786)
Cash from dispositions	32	102,591
Expenditures on acquisitions	(169,275)	(19,204)
Change in non-cash working capital (note 18)	6,915	4,396
Cash flow used in investing activities	(332,272)	(16,003)
Change in cash	—	—
Cash, beginning of the year	—	—
Cash, end of the year	\$ —	\$ —

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

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Tabular amounts are in thousands of dollars, except share and per share data

1. REPORTING ENTITY

Surge Energy Inc.'s (the "Corporation" or "Surge") business consists of the exploration, development and production of oil and gas from properties in western Canada. Surge's common shares are traded on the Toronto Stock Exchange ("TSX") under the symbol SGY. The address of Surge's registered office is 1200, 520-3rd Avenue SW, Calgary, Alberta, Canada, T2P 0R3.

2. BASIS OF PREPARATION

(a) Statement of compliance

The consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the IASB.

The consolidated financial statements were authorized for issuance by the Board of Directors on March 8, 2023.

(b) Basis of measurement

The consolidated financial statements have been prepared on the historical cost basis except for derivative financial instruments which are measured at fair value.

The methods used to measure fair values are discussed in note 4.

(c) Functional and presentation currency

The consolidated financial statements are presented in Canadian dollars, which is the Corporation's and its subsidiaries' functional currency.

(d) Use of estimates and judgments

The preparation of consolidated financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amount of assets, liabilities, income and expenses. Actual results may differ materially from these estimates.

Estimates and their underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the year in which the estimates are revised and for any future years affected.

Critical Judgments in Applying Accounting Policies

The following are critical judgments that management has made in the process of applying accounting policies and that have the most significant effect on the amounts recognized in the consolidated financial statements.

The Corporation's assets are aggregated into cash-generating units for the purpose of calculating impairment. Cash generating units ("CGU" or "CGUs") are based on an assessment of the units' ability to generate independent cash inflows. The determination of these CGUs was based on management's judgment in regard to shared infrastructure, geographical proximity, petroleum type and similar exposure to market risk and materiality.

Significant management judgement is required to analyze internal and external indicators of impairment or historical impairment reversal with the estimate of cash flows from proved and probable oil and gas reserves as determined annually by the Corporation's independent third-party reserve evaluators being significant to the assessment. In determining the estimated recoverable amount of assets or CGUs, in the absence of quoted market prices, impairment tests are based on estimates of the cash flows from proved and probable oil and gas reserves. The estimate of cash flows from proved and probable oil and gas reserves includes significant assumptions related to forecasted oil and gas commodity prices, forecasted production, forecasted operating costs, royalties, future development costs, discount rates and other relevant assumptions.

The application of the Corporation's accounting policy for exploration and evaluation assets requires management to make certain judgments as to future events and circumstances as to whether economic quantities of reserves have been found in assessing if technical feasibility and commercial reserves have been achieved.

Judgments are made by management to determine the likelihood of whether deferred income tax assets at the end of the reporting period will be realized from future taxable earnings.

Key Sources of Estimation Uncertainty

The following are key estimates and their assumptions made by management affecting the measurement of balances and transactions in these consolidated financial statements.

Estimation of recoverable quantities of proved and probable reserves include estimates and assumptions regarding forecasted oil and gas commodity prices, exchange rates, discount rates, forecasted production, forecasted operating costs, royalty costs and future development costs for future cash flows as well as the interpretation of complex geological and geophysical models and data. Reported reserves can impact the impairment of assets, the decommissioning obligations, the economic feasibility of exploration and evaluation assets, the estimated fair value of acquired oil and gas properties, and the amounts reported for depletion, depreciation and amortization of property, plant and equipment. At least annually, the reserve estimates are undertaken by independent third party reserve evaluators, who work with information provided by the Corporation to establish reserve determinations in accordance with National Instrument 51-101. If required, reserves are updated or prepared by the Corporation, using methods consistent with the third party evaluators. Internally developed reserves may be necessary to update or roll forward external reserve reports for impairment assessments or acquisitions.

The Corporation estimates the decommissioning obligations for oil and natural gas wells and their associated production facilities and pipelines. In most instances, removal of assets and remediation occurs many years into the future. Amounts recorded for the decommissioning obligations and related accretion expense require assumptions regarding removal date, environmental legislation, the extent of reclamation activities required, the engineering methodology for estimating cost, inflation estimates, removal technologies in determining the removal cost, and the estimate of the liability specific discount rates to determine the present value of these cash flows.

In a business combination, management makes estimates of the fair value of assets acquired and liabilities assumed which includes assessing the value of oil and gas properties based upon the estimation of recoverable quantities and cash flows from proved and probable oil and gas reserves being acquired, discounted at an estimated rate that reflects a market participants view of the risks associated with the cash flows.

The Corporation's estimate of the fair value of derivative financial instruments is dependent on estimated forward prices and volatility in those prices.

Key areas where management has made judgments, estimates, and assumptions related to the application of IFRS 16 include:

- Incremental borrowing rate: The Incremental borrowing rates are based on judgments including economic environment, term, currency, and the underlying risk inherent to the asset. The carrying balance of the right-of-use assets, lease obligations, and the resulting interest and depreciation expense, may differ due to changes in the market conditions and lease term.
- Lease term: Lease terms are based on assumptions regarding extension terms that allow for operational flexibility and future market conditions.

Matters Relating to Economic Uncertainty

Estimates are more difficult to determine, and the range of potential outcomes can be wider, in periods of higher volatility and uncertainty. The impacts of the COVID-19 pandemic and the recovery therefrom coupled with several factors including higher levels of uncertainty due to the Russian invasion of Ukraine and its impact on energy markets, rising interest and inflation rates, and constrained supply chains have created a higher level of volatility and uncertainty. Management has, to the extent reasonable, incorporated known facts and circumstances into the estimates made, however, actual results could differ from those estimates and those differences could be material.

Evolving Demand for Energy

(a) Changing Regulation

Emissions, carbon and other regulations impacting climate and climate related matters are dynamic and constantly evolving. With respect to environmental, social and governance ("ESG") and climate reporting, the International Sustainability Standards Board has issued an IFRS Sustainability Disclosure Standard with the aim to develop sustainability disclosure standards that are globally consistent, comparable and reliable. In addition, the Canadian Securities Administrators have issued a proposed National Instrument 51-107 Disclosure of Climate-related Matters. The cost to comply with these standards, and others that may be developed or evolve over time, has not yet been quantified by the Corporation.

(b) Impairment and Impairment Reversal

The Corporation has considered the impact of the evolving worldwide demand for energy and global advancement of alternative sources of energy that are not sourced from fossil fuels in its assessment of impairment and impairment reversal on its property, plant and equipment as a possible indication of impairment. The estimated recoverable amount of the Corporation's property, plant and equipment was based on proved and probable reserves, the life of which is generally less than 20 years. The ultimate period in which global energy markets can transition from carbon based sources to alternative energy is highly uncertain, however, the majority of the cash flows associated with proved and probable reserves per the 2022 reserve report should be realized prior to the elimination of carbon based energy.

A specific adjustment to the recoverable amount of a cash-generating unit or of the fair value of property, plant and equipment acquired in a business combination to account for the risk of the evolving demand for energy was not considered necessary, however, the recoverable amount/fair value is based on an estimated period of cash flows that indirectly reflects changing energy demands and the discount rate applied incorporates the current cost of capital in the energy industry which indirectly reflects current market trends and uncertainty around the evolving demand for energy and climate change.

The carrying amount of the net assets of the Corporation was compared to the Corporation's market capitalization. As such, climate risk, to the extent it has been factored into the trading price of the Corporation's common shares by the market, was also considered in the impairment assessment. The ultimate period in which global energy markets can transition from carbon based sources to alternative energy is highly uncertain.

(c) Reserves

The Corporation engages a third party external reserve engineer to prepare the reserve report. The reserve report includes anticipated impacts from emissions related taxes and carbon pricing, most notably the reserve report includes the estimated carbon charge related to the Corporation's operations based on current legislated rates.

3. SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of consolidation

Operating expenses in the Statement of Income and Comprehensive Income are presented as a combination of function and nature to conform with industry practice. Depletion and depreciation is presented on a separate line by its nature, while operating expenses and general and administrative expenses are presented on a functional basis. Significant expenses such as key management personnel's short-term employee benefits and stock-based compensation are presented by their nature in the notes to the financial statements.

Subsidiaries

Subsidiaries are entities controlled by the Corporation. Control exists when the Corporation has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. In assessing control, substantive potential voting rights are taken into account. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases.

The purchase method of accounting is used to account for acquisitions of subsidiaries and assets that meet the definition of a business under IFRS. The cost of an acquisition is measured as the fair value of the assets given, equity instruments issued and liabilities incurred or assumed at the date of exchange.

Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. The excess of the cost of acquisition over the fair value of the identifiable assets, liabilities and contingent liabilities acquired is recorded as goodwill. If the cost of acquisition is less than the fair value of the net assets of the subsidiary acquired, the difference is recognized immediately in the Statement of Income and Comprehensive Income.

Jointly owned assets

Many of the Corporation's oil and natural gas activities involve jointly owned assets. The consolidated financial statements include the Corporation's share of these jointly owned assets and a proportionate share of the relevant revenue and related costs.

The relationships with jointly owned asset partners have been referred to as joint ventures in the remainder of these financial statements as is common in the Canadian oil and gas industry.

Transactions eliminated on consolidation

Intercompany balances and transactions, and any unrealized income and expenses arising from intercompany transactions, are eliminated in preparing the consolidated financial statements.

(b) Foreign currency

Transactions in foreign currencies are translated to the functional currencies of each entity at exchange rates prevailing on the date of each transaction. Monetary assets and liabilities denominated in foreign currencies are translated to each entity's functional currency at the period-end exchange rate. Non-monetary assets and liabilities that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of transaction. Foreign currency differences arising on translation are recognized in the Statement of Income and Comprehensive Income. Foreign currency gains and losses are reported on a net basis.

(c) Cash and cash equivalents

Cash and cash equivalents are comprised of cash and all investments that are highly liquid in nature and have an original maturity date of three months or less.

(d) Property, plant and equipment

Exploration and evaluation expenditures

Pre-license costs are recognized in the Statement of Income and Comprehensive Income as incurred.

Exploration and evaluation costs, including the costs of acquiring licenses and directly attributable general and administrative costs, initially are capitalized as exploration and evaluation assets. The costs are accumulated in cost centers by well, field or exploration area pending determination of technical feasibility and commercial viability.

The technical feasibility and commercial viability of extracting a mineral resource is generally considered to be determinable when proved and/or probable reserves are determined to exist. A review of each exploration license or field is carried out, at least annually, to ascertain whether proved and/or probable reserves have been discovered. Upon determination of technical feasibility and commercial viability, exploration and evaluation assets attributable to those reserves are first tested for impairment and then reclassified from exploration and evaluation assets to property, plant and equipment.

Development and production costs

Property, plant and equipment, which include oil and gas development and production assets, are measured at cost less accumulated depletion and depreciation and accumulated impairment losses. The cost of development and production assets includes; transfers from exploration and evaluation assets, which generally include the cost to drill the well and the cost of the associated land upon determination of technical feasibility and commercial viability; the cost to complete and tie-in the wells; facility costs; the cost of recognizing provisions for future restoration and decommissioning; geological and geophysical costs; and directly attributable overheads.

When significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate components.

Gains and losses on disposal of property, plant and equipment, asset exchanges and farm-outs are determined by comparing the proceeds from disposal, or fair value of the asset received or given up, with the carrying amount of property, plant and equipment and are recognized net in the Statement of Income and Comprehensive Income.

Subsequent costs

Costs incurred subsequent to the determination of technical feasibility and commercial viability and the costs of replacing parts of property, plant and equipment are recognized as oil and natural gas interests only when they increase the future economic benefits embodied in the specific asset to which they relate. All other expenditures are recognized in the Statement of Income and Comprehensive Income as incurred. Such capitalized oil and natural gas interests generally represent costs incurred in developing proved and/or probable reserves and bringing in or enhancing production from such reserves, and are accumulated on a field or geotechnical area basis. The carrying amount of any replaced or sold component is derecognized. The costs of the day-to-day servicing of property, plant and equipment are recognized in the Statement of Income and Comprehensive Income as incurred.

Depletion and Depreciation

The net carrying value of property, plant and equipment is depleted using the unit of production method by reference to the ratio of production in the period to the related proved and probable oil and gas reserves before royalties, taking into account estimated future development costs necessary to bring those reserves into production. Estimated salvage value of the assets at the end of their useful lives is also taken into account. Depletion is calculated at the CGU level.

Proved and probable oil and gas reserves are estimated annually by independent third party reserve evaluators and represent the estimated quantities of crude oil, natural gas and natural gas liquids which geological, geophysical and engineering data demonstrate with a specified degree of certainty to be recoverable in future years from known reservoirs and which are considered commercially producible. For financial statements, internal estimates of changes in reserves and future development costs are used for determining depletion for the period. For purposes of this calculation, petroleum and gas reserves are converted to a common unit of measure on the basis of their relative energy content, where six thousand cubic feet of gas equals one barrel of oil or liquids.

Surge has deemed the estimated useful lives for gas processing plants, pipeline facilities, and compression facilities to be consistent with the reserve lives of the areas for which they serve. As a result, Surge includes the cost of these assets within their associated major component (area or group of areas) for the purpose of depletion using the unit of production method.

Office equipment is depreciated using a declining balance method using rates from 20% to 100% dependent on the type of equipment.

Depreciation methods, useful lives and residual values are reviewed at each reporting date.

(e) Impairment and impairment reversals

Non-financial assets

The Corporation assesses at each reporting date whether there is an indication that property, plant and equipment within the CGUs may be impaired or that historical impairment may be reversed. The estimate of proved and probable oil and gas reserves is significant to the Corporation's assessment. If any such indication exists, then the asset's or CGUs recoverable amount is estimated. Exploration and evaluation assets are assessed for impairment if (i) sufficient data exists to determine technical feasibility and commercial viability, and (ii) facts and circumstances suggest that the carrying amount exceeds the recoverable amount. For purposes of impairment and impairment reversal testing, exploration and evaluation assets are tested at the operating segment level.

For the purpose of impairment and impairment reversal testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit" or "CGU"). The recoverable amount of an asset or a CGU is the greater of its value in use ("VIU") and its fair value less costs to sell ("FVLCS").

In assessing VIU, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. VIU is generally computed by reference to the present value of the future cash flows from proved and probable oil and gas reserves.

FVLCS is the amount that would be obtained from the sale of a CGU in an arm's length transaction between knowledgeable and willing parties.

The FVLCS is generally determined as the net present value of the estimated future cash flows expected to arise from a CGU, including any expansion prospects, and its eventual disposal, using assumptions that an independent market participant may take into account. These cash flows are discounted using a rate that would be applied by a market participant to arrive at a net present value of the CGU.

An impairment loss is recognized if the carrying amount of an asset or its CGU exceeds its estimated recoverable amount. Impairment losses are recognized in the Statement of Income and Comprehensive Income. Impairment losses recognized in respect of CGUs are allocated to reduce the carrying amounts of the assets in the CGU on a pro rata basis.

In respect of property, plant and equipment and exploration and evaluation assets, historical impairment losses recognized in prior years are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depletion and depreciation, if no impairment loss had been recognized.

Impairment charges are recognized in the Statement of Income and Comprehensive Income.

(f) Convertible debentures

The Debentures are a non-derivative financial instrument that creates a financial liability of the entity and grants an option to the holder of the instrument to convert it into common shares of the Corporation. The liability component of the Debentures is initially recorded at the fair value of a similar liability that does not have a conversion option. The equity component is recognized initially, net of deferred income taxes, as the difference between gross proceeds and the fair value of the liability component. Transaction costs are allocated to the liability and equity components in proportion to the allocation of proceeds. Subsequent to initial recognition, the liability component of the Debentures is measured at amortized cost using the effective interest method and is accreted each period, such that the carrying value will equal the principal amount outstanding at maturity. The equity component is not re-measured. The carrying amounts of the liability and equity components of the Debentures are reclassified to shareholders' capital on conversion to common shares.

(g) Decommissioning obligations

The Corporation's activities give rise to dismantling, decommissioning and site disturbance remediation activities. Provision is made for the estimated cost of abandonment and site restoration and capitalized in the relevant asset category. Decommissioning obligations are measured at the present value of management's best estimate of the expenditure required to settle the present obligation as at the reporting date. Subsequent to the initial measurement, the obligation is adjusted at the end of each period to reflect the passage of time and changes in the estimated future cash flows underlying the obligation.

The increase in the provision due to the passage of time is recognized as accretion (within finance expense) whereas increases/decreases due to changes in the estimated future cash flows or changes in the discount rate are capitalized. Actual costs incurred upon settlement of the decommissioning obligations are charged against the provision to the extent the provision was established.

(h) Income tax

Income tax expense comprises current and deferred tax. Income tax expense is recognized in the Statement of Income and Comprehensive Income except to the extent that it relates to items recognized directly in equity, in which case it is recognized in equity.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognized using the balance sheet method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognized on the initial recognition of assets or liabilities in a transaction that is not a business combination. In addition, deferred tax is not recognized for taxable temporary differences arising on the initial recognition of goodwill. Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

A deferred tax asset is recognized to the extent that it is probable that future taxable profits will be available against which the deductible temporary difference and unutilized tax losses can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

(i) Stock-based compensation

The Corporation uses the fair value method for valuing stock-based compensation awards. Under the fair value method, compensation costs attributable to stock-based compensation awards is measured at fair value at the date of grant and expensed over the vesting period with a corresponding increase to contributed surplus. A forfeiture rate is estimated on the date of grant and is adjusted to reflect the actual number of awards that vest. Performance share awards are also subject to a performance multiplier that is adjusted to reflect the final number of awards. The fair value of each restricted and performance share award is determined with reference to the trading price of the Corporation's common shares on the date of grant. Upon the exercise of the stock-based compensation awards, consideration received together with the amount previously recognized in contributed surplus is recorded as an increase to share capital.

(j) Revenue from contracts with customers

Revenue from the sale of crude oil, natural gas and natural gas liquids is measured based on the consideration specified in contracts with customers. The Corporation recognizes revenue when it transfers control of the product to the buyer. This is generally at the time the customer obtains legal title to the product and when it is physically transferred to the delivery mechanism agreed with the customer, often pipelines or other transportation methods.

Surge evaluates its arrangements with third parties and partners to determine if the Corporation acts as the principal or as an agent. In making this evaluation, management considers if the Corporation obtains control of the product delivered, which is indicated by Surge having the primary responsibility for the delivery of the product, having the ability to establish prices or having inventory risk. If Surge acts in the capacity of an agent rather than as a principal in a transaction, then the revenue is recognized on a net-basis, only reflecting the fee, if any, realized by the Corporation from the transaction.

Tariffs, tolls and fees charged to other entities for use of pipelines and facilities owned by the Corporation are evaluated by management to determine if these originate from contracts with customers or from incidental or collaborative arrangements. Tariffs, tolls and fees charged to other entities that are from contracts with customers are recognized in revenue when the related services are provided.

Royalty income is recognized as it accrues in accordance with the terms of the overriding royalty agreements.

(k) Finance income and expenses

Finance expense comprises interest expense on borrowings (cash interest and interest paid in kind), unrealized and realized gains and losses on interest rate financial contracts and accretion of the discount on provisions.

Borrowing costs incurred for the construction of qualifying assets are capitalized during the period of time that is required to complete and prepare the assets for their intended use or sale. All other borrowing costs are recognized in the Statement of Income and Comprehensive Income using the effective interest method. The capitalization rate used to determine the amount of borrowing costs to be capitalized is the weighted average interest rate applicable to the Corporation's outstanding borrowings during the period.

Interest income is recognized as it accrues in the Statement of Income and Comprehensive Income, using the effective interest method.

(l) Per share information

Per share amounts are calculated based on the weighted average number of common shares outstanding during the year. The diluted weighted average number of shares is adjusted for the dilutive effect of stock-based compensation awards. Under the treasury stock method, only "in the money" dilutive instruments are included in the weighted average diluted number of shares. It is also assumed that any proceeds obtained upon the exercise of stock-based compensation awards plus the unamortized portion of stock-based compensation would be used to purchase common shares at the average price during the period. The weighted average number of shares is then reduced by the number of shares acquired.

(m) Flow-through shares

The resource expenditure deductions for income tax purposes related to exploration and development activities funded by flow-through share arrangements are renounced to investors in accordance with tax legislation. On issuance, the premium received on the flow-through shares, being the difference in price over a common share with no tax attributes, is recognized on the statement of financial position.

As expenditures are incurred, the deferred tax liability associated with the renounced tax deductions are recognized through the Statement of Income and Comprehensive Income along with a pro-rata portion of the deferred premium.

(n) Lease arrangements

The Corporation assesses whether a contract is a lease based on whether the contract conveys the right to control the use of an underlying asset for a period of time in exchange for consideration.

Leases are recognized as a right-of-use asset ("ROU asset") and a corresponding lease obligation at the date on which the leased asset is available for use by the Corporation. ROU assets and lease obligations are initially measured on a present value basis. Lease obligations are measured as the net present value of the lease payments which may include: fixed lease payments, variable lease payments based on an index or rate, and amounts expected to be payable under residual value guarantees and payments to exercise an extension or termination option, if the Corporation is reasonably expected to exercise either of those options.

These payments are discounted using the Corporation's incremental borrowing rate when the rate implicit to the lease is not readily available. The Corporation uses a single discount rate for a portfolio of leases with reasonably similar characteristics.

The lease obligation is measured at amortized cost using the effective interest method. It is remeasured when there is a change in the future lease payments arising from a change in an index or rate, if there is a change in the amount expected to be payable under a residual value guarantee or if there is a change in the assessment of whether the Corporation will exercise a purchase, extension or termination option that is within the control of the Corporation. When the lease obligation is remeasured, a corresponding adjustment is made to the carrying amount of the ROU asset or is recorded in the Consolidated Statement of Loss if the carrying amount of the ROU asset has been reduced to zero.

The ROU asset is initially measured at cost, which comprises the initial amount of the lease obligation, less any incentives received, plus any lease payments made at, or before, the commencement date and initial direct costs and asset restoration costs, if any. The ROU asset is depreciated, on a straight-line basis, over the shorter of the estimated useful life of the asset or the lease term. The ROU asset may be adjusted for certain remeasurements of the lease obligation and impairment losses or impairment reversals.

Lease payments are apportioned between the finance expenses and the reduction of the outstanding lease obligation. The finance expenses are allocated to each year during the lease term so as to produce a constant periodic rate of interest on the remaining balance of the obligation.

Leases that have terms of less than twelve months or leases on which the underlying asset is of low value are recognized as an expense in the Consolidated Statement of Loss on a straight-line basis over the lease term.

A lease modification will be accounted for as a separate lease if the modification increases the scope of the lease and if the consideration for the lease increases by an amount commensurate with the stand-alone price for the increase in scope. For a modification that is not a separate lease or where the increase in consideration is not commensurate, at the effective date of the lease modification, the Corporation will remeasure the lease obligation using the Corporation's incremental borrowing rate, when the rate implicit to the lease is not readily available, with a corresponding adjustment to the ROU asset. A modification that decreases the scope of the lease will be accounted for by decreasing the carrying amount of the ROU asset, and recognizing a gain or loss in net earnings that reflects the proportionate decrease in scope.

(o) Financial instruments

Trade receivables or debt securities issued are initially recognized when they are originated. All other financial assets and financial liabilities are initially recognized when the Corporation becomes a party to the contractual provisions of the instrument.

A financial asset or financial liability (unless it is a trade receivable without a significant financing component) is initially measured at fair value plus, for an item not at fair value through income or loss, transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

Upon initial recognition, a financial asset is measured at: amortized cost, fair value through other comprehensive income ("FVOCI") - classified as a debt or equity investment, or fair value through profit or loss ("FVTPL").

Financial liabilities are measured at amortized cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, it is a derivative, or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognized in income. Other financial liabilities are subsequently measured at amortized cost using the effective interest rate method.

Surge has made the following classifications:

- Cash and cash equivalents and accounts receivable are measured at amortized cost. Subsequently, they are recorded at amortized cost using the effective interest method.
- Derivative financial instruments that do not qualify as hedges, or are not designated as hedges on the statement of financial position, including risk management commodity and interest rate contracts, are classified as FVTPL and are recorded and carried at fair value. The Corporation may use derivative financial instruments to manage economic exposure to market risks relating to commodity prices and interest rates. The Corporation does not utilize derivative financial instruments for speculative purposes.
- Bank debt, term debt, the liability portion of the convertible debentures, accounts payable, accrued liabilities and dividends payable are classified as other financial liabilities and are initially measured at fair value less directly attributable transaction costs. Subsequently, they are recorded at amortized cost using the effective interest method.

Financial assets and financial liabilities are offset, and the net amount presented in the statement of financial position when, and only when the Corporation has a legally enforceable right to offset the amounts and it intends either to settle them on a net basis or to realize the asset and settle the liability simultaneously.

Loss allowances for trade receivables are measured at an amount equal to lifetime expected credit losses ("ECLs"). ECLs are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e., the difference between the cash flows due to the Corporation in accordance with the contract and the cash flows that the Corporation expects to receive). Loss allowances for financial assets measured at amortized cost, if any, are deducted from the gross carrying amount of the assets.

(p) Government grants

Government grants are recognized when there is reasonable assurance that the grant will be received and all conditions associated with the grant are met. When the conditions of a grant relate to income or expense, it is recognized in the consolidated Statement of Income and Comprehensive Income in the period in which the expenditures are incurred or income is earned. When the conditions of a grant relate to an underlying asset, it is recognized as a reduction to the carrying amount of the related assets and amortized into income through depletion and depreciation.

4. DETERMINATION OF FAIR VALUES

A number of the Corporation's accounting policies and disclosures require the determination of fair value, for both financial and non-financial assets and liabilities. Fair values have been determined for measurement and/or disclosure purposes based on the following methods. When applicable, further information about the assumptions made in determining fair values is disclosed in the notes specific to that asset or liability.

(a) Property, plant and equipment

The fair value of property, plant and equipment recognized on an acquisition or for use in an impairment test is based on market values. The market value of property, plant and equipment is the estimated amount for which property, plant and equipment could be exchanged on the acquisition date between a willing buyer and a willing seller in an arm's length transaction after proper marketing wherein the parties had each acted knowledgeably, prudently and without compulsion. The market value of property, plant and equipment is estimated with reference to the discounted cash flows expected to be derived from oil and natural gas production based on externally prepared reserve reports or in certain circumstances internally developed reserve reports.

The market value of other items of property, plant and equipment is based on the quoted market prices for similar items.

(b) Cash & cash equivalents, accounts receivable, bank debt, term debt and accounts payable

The fair value of accounts receivable, bank debt, term debt and accounts payable is estimated as the present value of future cash flows, discounted at the market rate of interest at the reporting date. At December 31, 2022 and December 31, 2021, the fair value of accounts receivable and accounts payable approximated their carrying value due to their short term to maturity. Bank debt bears a floating rate of interest and the margins charged by the lenders are indicative of current credit spreads and therefore carrying values approximate fair value. The fair value of the term debt, on the portion that bears floating rates, approximates its carrying value as the rate of interest adjusts to market rates. The fair value of the term debt that bears fixed rates approximates its carrying value.

(c) Derivatives

The fair value of forward contracts and swaps is determined by discounting the difference between the contracted prices and published forward price curves as at the statement of financial position date, using the remaining contracted amounts and discounted using an appropriate risk-free interest rate (based on published government rates and considering counterparty credit risk). The fair value of options and costless collars is based on option models that use published information with respect to volatility, prices and interest rates.

(d) Share-based compensation

The fair value of share-based compensation awards is based on the share price of the Corporation.

5. ACQUISITION

Enerplus

Effective December 19, 2022, the Corporation acquired certain assets of Enerplus Corporation (acquired property, plant and equipment) in exchange for cash consideration of \$166.8 million and 3,783,784 common shares of Surge with an assigned value of \$31.0 million. The common shares have been ascribed a fair value of \$8.20 per common share issued, as determined based on the Corporation's closing share price at the date of closing, December 19, 2022. The cash consideration was funded by existing cash on hand and a combination of credit facilities.

The acquisition complements Surge's existing conventional crude oil asset base and the defined operating strategy of investing capital to acquire operated light and medium gravity crude oil reservoirs. The operations from the acquisition have been included in the results of Surge commencing December 19, 2022.

Surge incurred transaction costs of \$4.9 million on the acquisition which were expensed through the consolidated statement of income and comprehensive income.

The transaction was accounted for as a business combination.

The purchase price, based on management's estimates of fair values and subject to change, is as follows:

Fair value of net assets acquired	Total
Property, plant and equipment	\$ 209,271
Decommissioning obligations	(11,469)
Net assets acquired	\$ 197,802
Consideration	
Common shares (3,783,784 at \$8.20 per share)	31,027
Cash	166,775
Total consideration paid	\$ 197,802

The fair value of acquired property, plant and equipment was based principally on externally prepared estimates of proved and probable reserves discounted at rates that range from 10-30%. Petroleum and natural gas revenue of \$3.8 million and net income of \$1.7 million are included in the consolidated statement of income and comprehensive income for the Enerplus acquisition since the closing date of December 19, 2022.

If the Enerplus acquisition had occurred on January 1, 2022, the Corporation's pro forma results of petroleum and natural gas revenue and net income and comprehensive net income for the period ended December 31, 2022 are estimated to have been as follows:

For the period ended December 31, 2022	As stated	Enerplus prior to December 19, 2022	Pro Forma
Petroleum and natural gas revenue	\$ 727,228	\$ 140,133	\$ 867,361
Net income and comprehensive income	\$ 231,718	\$ 52,582	\$ 284,300

2021 Acquisitions

(a) Astra Oil Corporation

Effective August 18, 2021 the Corporation acquired all of the issued and outstanding common shares of Astra Oil Corp. ("Astra") in exchange for the issuance of 26,928,394 common shares of Surge with an assigned value of \$90.0 million. The common shares have been ascribed a fair value of \$3.34 per common share issued, as determined based on the Corporation's closing share price at the date prior to closing, August 17, 2021.

The acquisition complements Surge's existing conventional crude oil asset base and the defined operating strategy of investing capital to acquire operated light gravity crude oil reservoirs. The operations from the acquisition have been included in the results of Surge commencing August 18, 2021.

Surge incurred transaction costs of \$3.4 million on the acquisition which were expensed through the consolidated statement of income and comprehensive income.

The transaction was accounted for as a business combination.

The purchase price is as follows:

Fair value of net assets acquired	Total
Property, plant and equipment	\$ 192,217
Working capital	17,375
Bank debt	(29,337)
Term debt	(4,399)
Fair value of financial contracts	(9,400)
Lease obligations	(365)
Decommissioning obligations	(2,198)
Deferred income tax liability	(7,922)
Gain on acquisition	(65,971)
Net assets acquired	\$ 90,000
Consideration	
Common shares (26,928,394 at \$3.34 per share)	90,000
Total consideration paid	\$ 90,000

The fair value of acquired property, plant and equipment was based on internally prepared estimates of proved and probable reserves discounted at rates that range from 10-20%. Petroleum and natural gas revenue of \$43.3 million and net income of \$16.3 million are included in the consolidated statement of income and comprehensive income for the Astra acquisition since the closing date of August 18, 2021.

If the Astra acquisition had occurred on January 1, 2021, the Corporation's pro forma results of petroleum and natural gas revenue and net income and comprehensive net income for the period ended December 31, 2021 are estimated to have been as follows:

For the period ended December 31, 2021	As stated	Astra Oil Corp. prior to August 18, 2021	Pro Forma
Petroleum and natural gas revenue	\$ 410,063	\$ 61,008	\$ 471,071
Net income and comprehensive income	\$ 407,608	\$ 3,940	\$ 411,548

(b) Fire Sky Energy Inc.

Effective November 1, 2021 the Corporation acquired all of the issued and outstanding common shares of Fire Sky Energy Inc. ("Fire Sky") in exchange for the issuance of 11,178,679 common shares of Surge with an assigned value of \$58.8 million. The common shares have been ascribed a fair value of \$5.26 per common share issued, as determined based on the Corporation's closing share price on November 1, 2021. The acquisition complements Surge's existing conventional crude oil asset base and the defined operating strategy of investing capital to acquire operated light gravity crude oil reservoirs. The operations from the acquisition have been included in the results of Surge commencing November 1, 2021.

Surge incurred transaction costs of \$0.7 million on the acquisition which were capitalized to property, plant and equipment.

The transaction was accounted for as an asset acquisition.

The purchase price is as follows:

Fair value of net assets acquired	Total
Property, plant and equipment	\$ 63,158
Working capital	(1,574)
Lease obligations	(158)
Decommissioning obligations	(2,626)
Net assets acquired	\$ 58,800
Consideration	
Common shares (11,178,679 at \$5.26 per share)	58,800
Total consideration paid	\$ 58,800

6. PROPERTY, PLANT AND EQUIPMENT

Property, plant and equipment

	Total
Balance at December 31, 2020	\$ 2,760,494
Acquisitions	282,631
Dispositions	(375,755)
Additions	103,786
Right of use assets	2,056
Change in decommissioning obligations	29,521
Capitalized stock-based compensation	1,951
Balance at December 31, 2021	\$ 2,804,684
Acquisitions	209,440
Dispositions	(32)
Additions	169,944
Right of use assets	2,505
Change in decommissioning obligations	(51,146)
Capitalized stock-based compensation	2,933
Balance at December 31, 2022	\$ 3,138,328
Accumulated depletion and depreciation	
Balance at December 31, 2020	\$ (2,087,579)
Depletion and depreciation expense	(112,217)
Impairment	333,475
Dispositions	278,194
Balance at December 31, 2021	\$ (1,588,127)
Depletion and depreciation expense	(151,960)
Change in decommissioning obligations	9,644
Balance at December 31, 2022	\$ (1,730,443)

	Total
Carrying amounts	
At December 31, 2021	\$ 1,216,557
At December 31, 2022	\$ 1,407,885

The calculation of depletion and depreciation expense for the year ended December 31, 2022 included an estimated \$1,075.1 million (December 31, 2021 - \$832.0 million) for future development costs associated with proved plus probable reserves and deducted \$83.4 million (December 31, 2021 - \$69.9 million) for the estimated salvage value of production equipment and facilities.

For the year ended December 31, 2022, the Corporation recorded a recovery of \$9.6 million to earnings related to changes in the discounted carrying value of estimated decommissioning obligations in respect of properties that had a nil carrying value ascribed.

2021 Other Acquisitions and Dispositions

During the year ended December 31, 2021, the Corporation disposed of certain assets in Southeast Alberta and Northeast Alberta for cash proceeds of \$102.6 million. The assets had a carrying value of \$93.4 million and an associated decommissioning liability of \$13.1 million, resulting in a gain on disposal of \$22.3 million.

During the year ended December 31, 2021, the Corporation exchanged certain assets in Central Alberta that had a carrying value of \$8.5 million and an associated decommissioning liability of \$0.8 million for certain assets in Southeast Alberta that had a fair value of \$10.4 million and an associated decommissioning liability of \$0.1 million, resulting in a gain on exchange of \$2.6 million.

7. IMPAIRMENT

	Years ended December 31,	
	2022	2021
Impairment reversal of property, plant and equipment	\$ —	\$ (333,475)

2022 Impairment

The Corporation identified six cash generating units as of December 31, 2022 based on the lowest level at which properties generate cash inflows while applying judgment to consider factors such as shared infrastructure, geographic proximity, petroleum type and similar exposures to market risk and materiality. The Corporation's CGUs at December 31, 2022 were geographically labeled Northwest Alberta, North Central Alberta, Central Alberta, Southeast Alberta, Southwest Saskatchewan and Southeast Saskatchewan.

For the year ended December 31, 2022, the Corporation determined that there were no indicators of potential impairment or indicators that impairment losses recognized in prior years no longer exist or have decreased for any of the Corporation's CGU's.

2021 Impairment Reversal

The Corporation identified six cash generating units as of December 31, 2021 based on the lowest level at which properties generate cash inflows while applying judgment to consider factors such as shared infrastructure, geographic proximity, petroleum type and similar exposures to market risk and materiality. The Corporation's CGUs at December 31, 2021 were geographically labeled Northwest Alberta, North Central Alberta, Central Alberta, Southeast Alberta, Southwest Saskatchewan and Southeast Saskatchewan.

For the year ended December 31, 2021, due to increases in forward oil and natural gas prices, a test for impairment reversal was completed in four of the Corporation's six CGUs. Recoverable value was estimated at fair value less costs to sell based on before tax discounted cash flows from oil and gas proved plus probable reserves.

It was determined that the estimated recoverable amount of \$557.9 million of the Southeast Alberta CGU exceeded its carrying value, the estimated recoverable amount of \$146.8 million of the North Central Alberta CGU exceeded its carrying value, the estimated recoverable amount of \$151.3 million of the Northwest Alberta CGU exceeded its carrying value, and the estimated recoverable amount of \$87.5 million of the Southwest Saskatchewan CGU exceeded its carrying value. As a result, previous impairment, net of depletion, of \$333.5 million was reversed. The before tax discount rates applied in the calculation as at December 31, 2021 were between 17 - 20 percent.

The following table outlines forecasted oil and gas commodity prices and exchange rates used in the impairment test at December 31, 2021. The forecasted oil and gas commodity prices are consistent with those used by the Corporation's external reserve evaluators and are a significant assumption in assessing the recoverable amount. The reserve report also includes significant financial assumptions regarding forecasted production, royalty rates, operating costs, and future development costs that can significantly impact the recoverable amount which are assigned based on historic rates and future anticipated activities.

Year	Medium and Light Crude Oil		Natural Gas	NGL			Inflation rates (%/Yr)	Exchange rate (\$US/\$Cdn)
	Canadian Light Sweet Crude 40° API (\$/bbl)	Western Canadian Select 20.5° API (\$/bbl)	AECO Gas Price (\$/MMBtu)	Edmonton Condensate (\$/bbl)	Edmonton Butane (\$/bbl)	Edmonton Propane (\$/bbl)		
2022	86.25	75.63	3.88	91.25	54.75	38.64	—	0.80
2023	82.40	71.56	3.36	87.50	50.75	36.05	2.0	0.80
2024	79.80	68.74	3.02	85.00	49.30	34.68	2.0	0.80
2025	81.39	70.12	3.08	86.70	50.29	35.37	2.0	0.80
2026	83.02	71.52	3.14	88.43	51.29	36.08	2.0	0.80
2027	84.68	72.95	3.21	90.20	52.32	36.80	2.0	0.80
2028	86.38	74.41	3.27	92.01	53.36	37.53	2.0	0.80
2029	88.10	75.90	3.34	93.85	54.43	38.28	2.0	0.80
2030	89.87	77.42	3.40	95.72	55.52	39.05	2.0	0.80
2031	91.66	78.96	3.47	97.64	56.63	39.83	2.0	0.80
2032	93.50	80.54	3.54	99.59	57.76	40.63	2.0	0.80

The results of the Corporation's impairment tests are sensitive to changes in any of the key significant assumptions including forecasted oil and gas commodity prices, forecasted production, forecasted operating costs, royalty costs and future development costs which impact the estimate of cash flows from proved and probable oil and gas reserves, in addition to the discount rate, of which changes could decrease or increase the estimated recoverable amounts of CGUs and result in additional impairment charges or in the recovery of previously recorded impairment charges.

8. RISK MANAGEMENT

The Corporation has exposure to the following risks from its use of financial instruments:

- Credit risk
- Liquidity risk
- Market risk

This note presents information about the Corporation's exposure to each of the above risks, the Corporation's objectives, policies and processes for measuring and managing risk, and the Corporation's management of capital. Further quantitative disclosures are included throughout these financial statements. The Board of Directors has overall responsibility for the establishment and oversight of the Corporation's risk management framework. The Board has implemented and monitors compliance with risk management policies. The Corporation's risk management policies are established to identify and analyze the risks faced by the Corporation, to set appropriate risk limits and controls, and to monitor risks and adherence to market conditions and the Corporation's activities.

(a) Credit Risk

Credit risk is the risk of financial loss to the Corporation if a customer or counter-party to a financial instrument fails to meet its contractual obligations, and arises principally from the Corporation's receivables from joint venture partners and petroleum and natural gas marketers.

As at December 31, 2022, the Corporation's receivables consisted of \$52.6 million (\$39.3 million - December 31, 2021) due from petroleum and natural gas marketers, \$8.0 million (\$16.4 million - December 31, 2021) due from joint venture partners and other receivables consisting primarily of settlements receivable on commodity contracts. These amounts are presented net of the allowance for doubtful accounts.

Receivables from petroleum and natural gas marketers are normally collected on the 25th day of the month following production. The Corporation attempts to mitigate credit risk by establishing marketing relationships with a variety of purchasers.

Joint venture receivables are typically collected within one to three months of the joint venture bill being issued to the partner. The Corporation attempts to mitigate the risk from joint venture receivables by obtaining partner approval of significant capital expenditures prior to the expenditure. However, the receivables are from participants in the petroleum and natural gas sector, and collection of the outstanding balances is dependent on industry factors such as commodity price fluctuations, escalating costs and the risk of unsuccessful drilling. In addition, further risk exists with joint venture partners as disagreements occasionally arise that increase the potential for non-collection. The Corporation obtains collateral from significant petroleum and natural gas marketers on an as needed basis, typically in the form of a letter of credit and the Corporation may have the ability to withhold production from joint venture partners in the event of non-payment.

The carrying value of accounts receivable and fair value of financial contracts when outstanding represent the maximum credit exposure. The Corporation has an allowance for doubtful accounts of \$0.5 million (\$0.8 million - December 31, 2021) at December 31, 2022, which is being applied against outstanding receivables.

The Corporation's most significant customers are three oil and natural gas marketers, accounting for approximately 65 percent of the Corporation's 2022 revenue.

As at December 31, 2022, the Corporation estimates its total accounts receivables, net of the allowance for doubtful accounts, to be aged as follows:

Years ended	Total receivables		Current		Past due > 90 days	
December 31, 2022	\$	60,623	\$	60,207	\$	416
		100 %		99 %		1 %
December 31, 2021	\$	55,738	\$	54,417	\$	1,321
		100 %		98 %		2 %

(b) Liquidity risk

Liquidity risk is the risk that the Corporation will not be able to meet its financial obligations as they are due. The Corporation actively manages its liquidity through cost control, debt and equity management policies. Such strategies include continuously monitoring forecast and actual cash flows, financing activities and available credit under existing lending arrangements. The nature of the oil and gas industry is very capital intensive. As a result, the Corporation prepares annual capital expenditure budgets and utilizes authorizations for expenditures for projects to manage capital expenditures. Please refer to note 9 "Debt" for additional information on liquidity risk.

Accounts payable is considered due to suppliers in one year or less while bank debt, which is subject to a renewal on or before May 31, 2023, could be potentially due in December 2024 if the facility is not renewed for a further 364-day period. Financial contracts are also due to be settled with the counter-parties at the estimated fair value on the statement of financial position.

(c) Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, commodity prices, and interest rates will affect the Corporation'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 Corporation utilizes financial derivative contracts to manage market risks. All such transactions are conducted in accordance with the risk management policy that has been approved by the Board of Directors.

i. Commodity price risk

Commodity price risk is the risk that the fair value or future cash flows will fluctuate as a result of changes in commodity prices.

The nature of the Corporation's operations results in exposure to fluctuations in commodity prices. Management continuously monitors commodity prices and initiates instruments to manage exposure to these risks when it deems appropriate. As a means of managing commodity price volatility, the Corporation enters into various derivative financial instrument agreements and physical contracts.

As a means of managing commodity price volatility, the Corporation enters into various derivative financial instrument agreements and physical contracts.

The fair value of forward contracts and swaps is determined by discounting the difference between the contracted prices and published forward price curves as at the statement of financial position date, using the remaining contracted oil and natural gas volumes and a risk-free interest rate (based on published government rates and considering counter-party credit risk). The fair value of options and costless collars is based on option models that use published information with respect to volatility, prices and interest rates. Surge's financial derivative contracts are classified as level two in the fair value hierarchy.

At December 31, 2022, the following risk management contracts were outstanding with an asset fair market value of \$2.1 million and a liability fair market value of \$3.4 million (December 31, 2021 – asset of nil and liability of \$33.2 million):

West Texas Intermediate Crude Oil Derivative Contracts (WTI)

Period	Swaps		Collars		
	Volumes (bbls/d)	Average Price (CAD/bbl)	Volumes (bbls/d)	Average Bought Put (CAD/bbl)	Average Sold Call (CAD/bbl)
Qtr. 1 2023	—	—	5,500	\$80.62	\$145.38
Qtr. 2 2023	—	—	5,665	\$88.01	\$180.95
Qtr. 3 2023	—	—	5,500	\$86.78	\$185.50
Qtr. 4 2023	674	\$88.01	4,826	\$84.28	\$138.81
Qtr. 1 2024	—	—	1,192	\$81.24	\$133.71

Natural Gas Derivative Contracts

Period	NYMEX Collars			NYMEX - AECO Basis Swaps		AECO Swaps		AECO Collars		
	Volumes (MMBtu/d)	Average Bought Put (CAD/MMBtu)	Average Sold Call (CAD/MMBtu)	Volumes (MMBtu/d)	Average Price (CAD/MMBtu)	Volumes (GJ/d)	Average Price (CAD/GJ)	Volumes (GJ/d)	Average Bought Put (CAD/GJ)	Average Sold Call (CAD/GJ)
Qtr. 1 2023	—	—	—	—	—	4,000	\$3.66	2,000	\$2.90	\$3.91
Qtr. 2 2023	1,000	\$5.42	\$11.17	1,000	\$(1.81)	—	—	4,000	\$2.75	\$3.67
Qtr. 3 2023	3,000	\$5.42	\$11.17	3,000	\$(1.95)	—	—	2,000	\$2.75	\$3.73
Qtr. 4 2023	4,326	\$5.42	\$11.69	4,326	\$(2.03)	—	—	674	\$2.75	\$3.73
Qtr. 1 2024	4,500	\$5.42	\$13.24	4,500	\$(2.25)	—	—	—	—	—

ii. Foreign currency exchange risk

Foreign currency exchange rate risk is the risk that the fair value or future cash flows will fluctuate as a result of changes in foreign exchange risks. All of the Corporation's petroleum and natural gas sales are denominated in Canadian dollars. However, the underlying market prices in Canada for petroleum and natural gas are impacted by changes in the exchange rate between the Canadian and United States dollar.

Foreign Currency Exchange Derivative Contracts

Type	Term	Notional Amount (USD\$)	Floor	Ceiling
Average Rate Collar	Oct 2022 - Dec 2023	\$5,000,000	1.3420	1.4000
Average Rate Collar	Nov 2022 - Dec 2023	\$5,000,000	1.3333	1.3850

iii. Interest rate risk

Interest rate risk is the risk that future cash flows will fluctuate as a result of changes in market interest rates. In 2022, the Corporation's main exposure to interest rate fluctuations was related to its bank debt and term debt that bear a floating rate of interest. Average bank debt and term debt outstanding during 2022 was approximately \$259 million, of which for 2022, \$150 million was hedged using floating for fixed interest rate swaps as noted below. The Corporation is exposed to interest rate risk on a portion of its bank debt and term debt that is not fixed. The Corporation has the fixed interest rate on a portion of its debt, as noted below. Please refer to note 9 "Debt" for additional information on interest rate risk.

Interest Rate Derivative Contracts

Type	Term	Notional Amount (CAD\$)	Surge Receives	Surge Pays	Fixed Rate SGY Pays
Fixed-to-Floating Rate Swap	Feb 2018 - Feb 2023	\$100,000,000	Floating Rate	Fixed Rate	Semi-Annual Step Up 1. Beginning at 1.786% 2. Ending at 2.714% 3. Averaging 2.479%
Fixed-to-Floating Rate Swap	Jul 2019 - Jun 2024	\$50,000,000	Floating Rate	Fixed Rate	1.7850%

The following table summarizes the sensitivity of the fair value of the Corporation's market risk management positions to fluctuations in natural gas prices, crude oil prices and interest rates. All such fluctuations were evaluated independently, with all other variables held constant. Fluctuations in the following on the respective derivative contracts would have had the following impact on the net earnings:

Net earnings impact for the year ended December 31, 2022	Increase	Decrease
Crude Oil - Change of +/- \$1.00	\$ (1,641)	\$ 1,641
Natural Gas - Change of +/- \$0.10	\$ (262)	\$ 262
Foreign Exchange - Change of +/- \$0.01	\$ 77	\$ (77)
Interest rate - Change of +/- 100 points	\$ 1,155	\$ (1,155)

(d) Capital management

The Corporation's policy is to maintain a strong capital base so as to maintain investor, creditor, and market confidence and sustain the future development of the business. The Corporation manages its capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying petroleum and natural gas assets. The Corporation considers its capital structure to include Shareholders' equity of \$838.3 million (2021 - \$513.4 million), bank debt of \$30.6 million (2021 - \$98.1 million), term debt of \$256.0 million (2021 - \$134.0 million), convertible debentures of \$32.5 million (2021 - \$73.9 million), and an adjusted working capital deficit of \$33.1 million (2021 - deficit of \$25.4 million). Adjusted working capital is calculated as current assets less current liabilities but excludes the fair value of financial contracts, current portion of term debt, current portion of convertible debentures, current portion of lease and other obligations and current portion of decommissioning obligations. In order to maintain or adjust capital structure, the Corporation may from time to time issue shares and adjust its capital spending to manage current and projected debt levels.

The Corporation monitors its capital based on the ratio of forecast net debt to forecast adjusted funds flow. Net debt is defined as outstanding bank debt, term debt, dividends payable plus the liability component of the convertible debentures plus or minus working capital, however, excluding the fair value of financial contracts, decommissioning obligations and lease and other obligations. Adjusted funds flow is defined as cash flow from operating activities before changes in non-cash working capital, decommissioning expenditures and cash settled transaction and other costs. The Corporation's strategy is to maintain a one year forward looking forecast debt to forecast adjusted funds flow ratio of less than two to one. This ratio may increase at certain times as a result of acquisitions, changes in commodity prices, or capital spending. In order to facilitate the management of this ratio, the Corporation prepares annual capital expenditure budgets, which are updated as necessary depending on varying factors including current and forecast prices, successful capital deployment and general industry conditions. The annual budget is approved by the Board of Directors.

(e) Fair value of financial instruments

The Corporation's financial instruments as at December 31, 2022 and 2021 include accounts receivable, accounts payable and accrued liabilities, dividends payable, the fair value of financial contracts, convertible debentures, term debt and bank debt. The fair value of accounts receivable, accounts payable, accrued liabilities and dividends payable approximate their carrying amounts due to their short-terms to maturity.

Bank debt bears interest at a floating market rate and the margins charged by lenders are indicative of current credit spreads and accordingly the fair market value approximates the carrying value. The fair value of term debt approximates its carrying amounts as a portion of the debt was issued in the fourth quarter of 2022. The fair value of the convertible debentures at December 31, 2022 was \$35.0 million based on quoted market prices on the TSX.

The Corporation classifies its financial instruments recorded at fair value according to the following hierarchy based on the amount of observable inputs used to value the instrument.

- Level 1 - Quoted prices are available in active markets for identical assets or liabilities as of the reporting date. Active markets are those in which transactions occur in sufficient frequency and volume to provide pricing information on an ongoing basis.
- Level 2 - Pricing inputs are other than quoted prices in active markets included in Level 1. Prices in Level 2 are either directly or indirectly observable as the reporting date. Level 2 valuations are based on inputs, including quoted forward prices for commodities, time value and volatility factors, which can be substantially observed or corroborated in the marketplace.
- Level 3 - Valuations in this level are those with inputs for the asset or liability that are not based on observable market data.

The liability portion of the Corporation's convertible debentures are considered level 1 and the fair value of derivative contracts, term debt and bank debt are considered level 2 in the fair value hierarchy.

9. DEBT

Bank Debt

As at December 31, 2022, the Corporation had a total commitment of \$150 million, being the aggregate of a committed revolving term facility of \$120 million and an operating loan facility of \$30 million, with a syndicate of banks. A review and redetermination of the borrowing base is scheduled to occur semi-annually on or before May 31 and November 30 of each year. The facility is available on a revolving basis until December 19, 2023. On December 19, 2023, at the Corporation's discretion, the facility is available on a non-revolving basis for a one-year period, at the end of which time the facility would be due and payable. Alternatively, the facilities may be extended for a further 364-day period at the request of the Corporation and subject to the approval of the syndicate. As the available lending limits of the facilities are based on the syndicate's interpretation of the Corporation's reserves, commodity prices and decommissioning obligations, there can be no assurance that the amount of the available facilities will not decrease at the next scheduled review. In the current pricing environment, there is an increased risk that the lenders may decrease the amount available under the credit facility and the decreases could be material. Interest rates vary depending on the ratio of Senior Debt to EBITDA (as defined in the lending agreement). As at December 31, 2022, the Corporation had an effective interest rate of prime plus 1.75 percent on the revolving term/operating loan facilities (December 31, 2021 – prime plus 2.00 percent).

The facilities are secured by a general assignment of book debts, debentures of \$0.8 billion with a floating charge over all assets of the Corporation with a negative pledge and undertaking to provide fixed charges on the major producing petroleum and natural gas properties at the request of the bank.

Term Debt

As at December 31, 2022, the Corporation had a non-revolving first-lien term facility of \$60 million with a syndicate of banks, maturing on December 19, 2024. As at December 31, 2022, the term facility had an effective interest rate of prime plus 2.75 percent.

The principal amount is repayable in scheduled quarterly repayments, commencing on March 31, 2023, in the amount of \$4,000,000.

As at December 31, 2022, the Corporation had a non-revolving second-lien term loan commitment of \$192.3 million, excluding unamortized issue costs of \$5.5 million, being the aggregate of two term facilities of \$160 million, maturing on December 9, 2026 (Term Facility A) and \$40 million, maturing on April 30, 2025 (Term Facility B).

The principal amount of Term Facility A is repayable in scheduled quarterly repayments, commencing on December 31, 2023.

- i. Q4 2022 - Q4 2023: \$1,000,000
- ii. Q1 2024 - Q4 2024: \$2,000,000
- iii. Q1 2025 - Q4 2025: \$3,000,000
- iv. Q1 2026 - Q4 2026: \$4,000,000

Under Term Facility A, the Corporation is required to make an additional principal repayment of \$0.8 million in each calendar month in which a shareholder distribution is paid.

The principal amount of Term Facility B is due and repayable in scheduled quarterly repayments, commencing on March 31, 2023, equal to 2.50% of the initial principal.

Under Term Facility B, the Corporation is required to make an additional principal repayment in each calendar month based on the applicable level of the WTI band for the prior month commodity price, commencing on May 31, 2024.

Interest on the outstanding term loan of both term facilities is due and payable quarterly by the Corporation. Interest on borrowings is summarized as follows:

- i. for the period between December 19, 2022 and December 9, 2024, at a per annum fixed rate equal to 8.85 percent of 35 percent of the aggregate principal amount and a floating rate of CDOR Rate plus 8.4125 percent of the remainder;
- ii. thereafter, at the floating rate of CDOR Rate plus 8.4125 percent.

A summary of outstanding debt is as follows:

	As at December 31, 2022	As at December 31, 2021
Credit Facilities		
Total Commitment	\$ 150,000	\$ 150,000
Amount drawn	30,597	98,066
Term Facilities		
Total Commitment	260,000	130,000
Amount drawn	252,319	130,000
Amount drawn, net of unamortized issue costs	246,787	126,425
Emissions Reduction Fund and other	9,245	7,568
Total term debt, net of unamortized issue costs	256,032	133,993
Less: Current portion	(24,849)	(3,356)
Long-term portion	231,183	130,637

At December 31, 2022, the Corporation's debt obligations, including the convertible debentures, mature as follows:

	December 31, 2022
2023	\$ 24,849
2024	121,210
2025	43,774
2026	133,048
Thereafter	—
	\$ 322,881

Financial Covenants

The Corporation is subject to certain financial covenants under the first lien and second lien facilities including:

For so long as the covenant applies to the term debt facility, the Corporation's ratio of Total Debt to EBITDA shall not exceed 2.5:1.00, calculated quarterly effective of the last day of each fiscal quarter. The EBITDA used in the covenant calculation is net income and comprehensive income for an annualized period adjusted for lease payments, non-cash items, non-recurring transaction costs and extraordinary and non-recurring items such as material acquisitions or dispositions. The Total Debt used in the covenant calculation includes first lien bank debt and second lien term debt.

Commencing in the fiscal year ending December 31, 2022 and for so long as the covenant applies to the term debt facility, the Corporation must maintain an Asset Coverage Ratio of not less than 1.50:1.00, calculated as of December 31 of each Fiscal Year. The ratio is calculated annually as the proved developed producing reserves of the Corporation (before income tax; discounted at 10 percent), as evaluated by an independent third-party engineering report and evaluated on strip commodity pricing, divided by the Total Debt of the Corporation.

As at December 31, 2022, the Corporation was compliant with all restrictions and covenants in its first and second lien credit agreements.

Emissions Reduction Fund

During the period ended December 31, 2021, the Corporation assumed two five-year, interest free term loans with the Federal Government of Canada via the Emissions Reduction Fund ("ERF") administered by the Department of Natural Resources.

The ERF will provide Surge with up to \$11.2 million for the Corporation's planned gas emission reduction program which will see the Corporation build infrastructure to eliminate greenhouse gas emissions in specific operating areas. Loan repayments will begin on March 31 2025, when 10.0 percent of the repayable portion will be repaid, followed by 33.3 percent on March 31, 2026 and the remaining 56.7 percent on March 31, 2027.

As at December 31, 2022, the Corporation had a \$7.2 million (December 31, 2021 - \$6.6 million) loan repayable relating to the Government of Canada Emissions Reduction Fund ("ERF"). As at December 31, 2022, the Corporation had received \$9.8 million (December 31, 2021 - \$1.04 million) of funds from ERF for the Corporation's planned gas emissions reduction program.

10. CONVERTIBLE DEBENTURES

	Number of convertible debentures	Liability Component	Equity Component
Balance at December 31, 2020	79,000	\$ 71,181	\$ 6,266
Accretion of discount	—	2,754	—
Balance at December 31, 2021	79,000	73,935	6,266
Accretion of discount	—	2,696	—
Other finance expenses	—	360	—
Redeemed	(44,500)	(44,500)	(3,551)
Balance at December 31, 2022	34,500	\$ 32,491	\$ 2,715

In 2019, the Corporation issued \$34.5 million principal amount of convertible subordinated unsecured debentures (the "2019 Debentures") at a price of \$1,000 per debenture ("the Offering").

The 2019 Debentures will mature and be repayable on June 30, 2024 and will accrue interest at the rate of 6.75 percent per annum payable semi annually in arrears on December 31 and June 30 of each year. At the holder's option, the 2019 Debentures will be convertible into Common Shares at any time prior to the close of business on the earlier of the business day immediately preceding (i) the maturity date, or (ii) if called for redemption, the date fixed for redemption by the Corporation, at a conversion price of \$19.13 per Common Share, subject to adjustment in certain events. This represents a conversion rate of approximately 52.2876 Common Shares for each \$1,000 principal amount of 2019 Debentures, subject to the operation of certain anti-dilution provisions. In the event of a change of control of the Corporation, subject to certain terms and conditions, holders of 2019 Debentures will be entitled to convert their 2019 Debentures and, subject to certain limitations, receive, in addition to the number of Common Shares they would otherwise be entitled to receive, an additional number of Common Shares per \$1,000 principal amount of 2019 Debentures.

The 2019 Debentures may not be redeemed by the Corporation prior to June 30, 2022. On or after June 30, 2022 and prior to June 30, 2023, the 2019 Debentures can be redeemable by the Corporation, in whole or in part, from time to time, on not more than 60 days and not less than 30 days prior notice at a redemption price equal to their principal amount plus accrued and unpaid interest, if any, provided that the volume weighted average trading price of the Common Shares on the TSX for the 20 consecutive trading days prior to the date on which notice of redemption is provided is not less than 125 percent of the Conversion Price.

On or after June 30, 2023 and prior to the maturity date, the 2019 Debentures can be redeemed by the Corporation, in whole or in part, from time to time, on not more than 60 days and not less than 30 days prior notice at a redemption price equal to their principal amount plus accrued and unpaid interest, if any.

Subject to certain conditions, the Corporation will have the option to satisfy its obligation to repay the principal amount of the 2019 Debentures, in whole or in part, due upon redemption, by delivering that number of freely tradable Common Shares obtained by dividing the principal amount of the 2019 Debentures by 95 percent of the volume weighted average trading price of the Common Shares on the TSX for the 20 consecutive trading days ending on the fifth trading day preceding the date of redemption.

On November 15, 2017, the Corporation issued \$44.5 million principal amount of convertible subordinated unsecured debentures (the "2017 Debentures") at a price of \$1,000 per debenture. The 2017 Debentures were repayable on December 31, 2022 and accrued interest at the rate of 5.75 percent per annum payable semi annually in arrears on December 31 and June 30 of each year.

On October 28, 2022, Surge redeemed all of the aggregate principal amount of the Debentures for cash, with a conversion price of \$1,019, for each \$1,000 principal amount of Debentures, being equal to the aggregate of (i) \$1,000 and (ii) all accrued and unpaid interest hereon to but excluding the Redemption Date. As a result of the redemption, the carrying value of the Debentures was increased to the redemption value of \$44.5 million, with a \$0.4 million loss being recorded for the period.

In connection with the redemption of the Debentures, the Debentures were delisted from trading on the Toronto Stock Exchange effective October 28, 2022.

Accretion of the liability component and interest paid on the debentures are included in financing expenses in the Consolidated Statement of Income and Comprehensive Income.

The fair value of the convertible debentures at December 31, 2022 was \$35.0 million using quoted market prices on the TSX (level 1 fair value).

11. DECOMMISSIONING OBLIGATIONS

The Corporation's decommissioning obligations result from net ownership interests in petroleum and natural gas assets including well sites, gathering systems and processing facilities. The Corporation estimates the total uninflated and undiscounted amount of cash flows required to settle its decommissioning obligations is approximately \$351.9 million (December 31, 2021 – \$297.4 million). These payments are expected to be made over the next 53 years. A risk free rate of 3.28 percent (December 31, 2021 – 1.68 percent) and an inflation rate of 2.09 percent (December 31, 2021 – 1.82 percent) was used to calculate the decommissioning obligations.

A reconciliation of the decommissioning obligations is provided below:

	December 31, 2022	December 31, 2021
Balance, beginning of year	\$ 307,515	\$ 294,655
Liabilities related to acquisitions	11,469	4,825
Liabilities related to dispositions	—	(13,842)
Change in estimate ⁽¹⁾	(54,483)	26,396
Liabilities incurred	3,337	3,125
Accretion expense	7,002	4,980
Site rehabilitation program grant	(3,303)	(5,886)
Decommissioning expenditures	(7,895)	(6,738)
Balance, end of year	\$ 263,642	\$ 307,515
Expected to be incurred within one year	10,000	10,000
Expected to be incurred beyond one year	\$ 253,642	\$ 297,515

⁽¹⁾The change in estimate was primarily the result of the change in discount and inflation rates.

The decommissioning obligations acquired in acquisitions (note 5) were initially recognized using a fair value discount rate. They were subsequently revalued using the risk-free rate noted above resulting in a change in estimate with the offset to property, plant and equipment.

During the year ended December 31, 2022, approximately \$3.3 million (2021 - \$5.9 million) was granted to Surge through the Alberta Site Rehabilitation Program ("SRP") to pay service companies to complete abandonment and reclamation work.

12. SHARE CAPITAL

(a) Restricted and Performance Share Award Incentive Plan

The Corporation has a Stock Incentive Plan which authorizes the Board of Directors to grant restricted share awards ("RSAs") and performance share awards ("PSAs") to directors, officers, employees and certain consultants of Surge.

Subject to the terms and conditions of the plan, each RSA entitles the holder to an award value to be typically paid as to one-third on each of the first, second and third anniversaries from the date of grant. Each PSA entitles the holder to an award value to be typically paid on the third anniversary of the date of grant. For the purpose of calculating share-based compensation, the fair value of each award is determined at the grant date using the closing price of the common shares. A weighted average forfeiture rate of 7.6% (2021 - 9.5%) for PSAs and 7.2% (2021 - 8.0%) for RSAs was used to value all awards granted for the period ended December 31, 2022. The weighted average fair value of awards granted for the period ended December 31, 2022 is \$9.46 (2021 - \$5.07) per PSA granted and \$9.24 (2021 - \$5.04) per RSA. In the case of PSAs, the award value is adjusted for a payout multiplier which can range from 0.0 to 2.0 and is dependent on the performance of the Corporation relative to pre-defined corporate performance measures for a particular period. On the vesting dates, the Corporation has the option of settling the award value in cash or common shares of the Corporation. For purposes of stock-based compensation a payout multiple of 1.0 was assumed for the PSAs granted during the period.

During the period ended December 31, 2022 the Corporation settled the tax withholdings on certain exercised awards amounting to 205,834 PSAs and 312,434 RSAs (2021 - nil) for \$4.8 million in cash.

The total number of shares reserved for issuance under the stock incentive plan cannot exceed 8.9 percent of the issued and outstanding shares of the Corporation.

The number of restricted and performance share awards outstanding are as follows:

	Number of restricted share awards	Number of performance share awards
Balance at December 31, 2021	1,625,461	2,116,952
Granted	648,135	529,944
Reinvested	36,406	51,433
Exercised	(722,635)	(428,795)
Forfeited	(121,988)	(55,510)
Balance at December 31, 2022	1,465,379	2,214,024

(b) Stock-based compensation

A reconciliation of the stock-based compensation expense is provided below:

	Years Ended December 31,	
	2022	2021
Stock-based compensation on PSAs and RSAs	\$ 7,858	\$ 5,873
Capitalized stock-based compensation	(2,933)	(1,951)
Total stock-based compensation expense	\$ 4,925	\$ 3,922

(c) Per share amounts

The following table summarizes the shares used in calculating income per share:

	Years Ended December 31,	
	2022	2021
Weighted average number of shares - basic	84,619,056	54,931,305
Effect of dilutive instruments	2,403,620	1,061,493
Weighted average number of shares - basic and diluted	87,022,676	55,992,798

In computing diluted per share amounts at December 31, 2022, 32,640 RSAs (December 31, 2021 - 59,638) and 11,067 PSAs (December 31, 2021 - 994,033) were excluded from the calculation as their effect was anti-dilutive. The common shares potentially issuable on the conversion of the convertible debentures were also excluded as they were determined to be anti-dilutive.

(d) Dividend

The Board of Directors declared a dividend of \$0.035 per share commencing in June for the months of June through December 2022 (January - December 2021 - nil per share). Dividends of \$0.035 per share were declared and outstanding at December 31, 2022 and were paid in January 2023. Dividends for the month of January 2023 have been declared at \$0.04 per share. Dividends for the month of February 2023 have been declared at \$0.04 per share.

13. REVENUE

The following table presents the Corporation's petroleum and natural gas revenues disaggregated by revenue source:

	Years Ended December 31,	
	2022	2021
Oil	\$ 672,862	\$ 374,658
Natural gas liquids	16,783	10,283
Natural gas	37,583	25,122
Total petroleum and natural gas revenue	\$ 727,228	\$ 410,063
Processing	7,242	4,575
Total petroleum, natural gas and processing revenue	\$ 734,470	\$ 414,638

Surge's revenue was generated entirely in the provinces of Alberta, Saskatchewan, and Manitoba. The majority of revenue resulted from sales whereby the transaction price was based on the index prices. Of total petroleum and natural gas revenue, three customers represented combined sales of \$437.8 million for the year ended December 31, 2022 (2021 - \$261.5 million).

14. FINANCE EXPENSE

	Years ended December 31,	
	2022	2021
Interest on bank debt, term debt, convertible debentures, lease obligations and realized loss on interest contracts	\$ 27,191	\$ 26,996
Other finance expenses	360	—
Accretion of term loan	1,794	166
Accretion of decommissioning obligations	7,002	4,980
Accretion of convertible debentures	2,696	2,754
Unrealized gain on interest contracts	(3,946)	(4,730)
Paid in kind interest on term debt	—	1,735
Total finance expense	\$ 35,097	\$ 31,901

15. TRANSACTION AND OTHER COSTS

The following table presents the Corporation's transaction and other costs:

	Years Ended December 31,	
	2022	2021
Transaction costs related to acquisitions	\$ 5,069	\$ 3,382
Transaction costs related to disposals	—	1,700
Debt settlement and restructuring costs	10	3,491
Other costs	1,943	2,139
Severance costs	119	648
Bad debt recoveries	(159)	(57)
Site rehabilitation program grant income	(3,303)	(5,886)
Total transaction and other costs	\$ 3,679	\$ 5,417

16. INCOME TAXES

Under IFRS, deferred income tax assets may only be recognized to the extent that it is probable that future taxable profits will be available against which the unused tax losses and deductible temporary differences can be utilized. Given the significant increase in commodity prices and various other factors, the Corporation determined it probable that future taxable profits will be available to utilize the deferred tax asset. Accordingly, the Corporation recognized a previously unrecognized deferred income tax asset of approximately \$76.4 million as at December 31, 2022.

(a) Deferred income tax expense (recovery)

The provision for income tax expense (recovery) in the financial statements differs from the result which would have been obtained by applying the combined federal and provincial income tax rate to the Corporation's loss before income taxes.

This difference results from the following items:

	Years ended December 31,	
	2022	2021
Income before income taxes	\$ 159,402	\$ 396,221
Combined federal and provincial statutory rate	24.0 %	23.4 %
Expected income tax recovery	\$ 38,256	\$ 92,716
Difference resulting from:		
Flow through shares	—	2,496
Change in unrecognized tax assets	(106,838)	(92,189)
Non-taxable gain on investment, acquisition & disposal	—	(15,458)
Non-deductible items, rate changes & other	(3,734)	1,048
Income tax expense (recovery)	\$ (72,316)	\$ (11,387)

(b) Deferred income tax asset

The components of the Corporation's net deferred income tax asset are as follows:

	Years ended December 31,	
	2022	2021
Property, plant and equipment	\$ (151,529)	\$ (140,126)
Decommissioning obligations	63,288	72,054
Convertible debentures	981	(330)
Fair value of financial contracts	313	7,771
Non-capital losses	150,784	60,631
Share issue costs	1,228	—
Lease and other obligations	6,913	—
Other	4,417	—
	\$ 76,395	\$ —

The Corporation has \$649.1 million in non-capital losses that begin expiring in the year 2033.

The following table provides a continuity of the deferred income tax asset:

	January 1, 2022	Recognized in profit or loss	Recognized in equity	Acquisitions	December 31, 2022
Property, plant and equipment	\$ (140,126)	\$ (8,650)	\$ —	\$ (2,753)	\$ (151,529)
Decommissioning obligations	72,054	(11,519)	—	2,753	63,288
Convertible debentures	(330)	1,311	—	—	981
Fair value of financial contracts	7,771	(7,458)	—	—	313
Non-capital losses	60,631	90,153	—	—	150,784
Share issue costs	—	(399)	1,627	—	1,228
Lease and other obligations	—	6,913	—	—	6,913
Other	—	1,965	2,452	—	4,417
	\$ —	\$ 72,316	\$ 4,079	\$ —	\$ 76,395

	January 1, 2021	Recognized in profit or loss	Acquisitions	Other	December 31, 2021
Property, plant and equipment	\$ (17,204)	\$ (100,388)	\$ (19,056)	\$ (3,478)	\$ (140,126)
Decommissioning obligations	13,268	58,271	515	—	72,054
Convertible debentures	(1,417)	1,087	—	—	(330)
Fair value of financial contracts	5,353	215	2,203	—	7,771
Non-capital losses	—	53,635	6,996	—	60,631
Lease and other obligations	—	(86)	86	—	—
Other	—	(1,347)	1,334	13	—
	\$ —	\$ 11,387	\$ (7,922)	\$ (3,465)	\$ —

The Corporation's unrecognized deductible temporary differences are as follows:

	Years Ended December 31,	
	2022	2021
Property, plant and equipment	\$ 25,757	\$ —
Non-capital losses	—	442,478
Share issue costs	—	2,313
Lease and other obligations	—	31,062
Other	—	9,159

17. KEY MANAGEMENT PERSONNEL COMPENSATION

Key Management Personnel includes the Board of Directors, President and Chief Executive Officer, Chief Financial Officer, Chief Operating Officer, Senior Vice President - Land and Business Development and Senior Vice President - Geosciences.

	Years ended December 31,	
	2022	2021
Salaries and wages	\$ 3,419	\$ 3,328
Short-term employee benefits	136	133
Stock-based payments ⁽¹⁾	4,450	3,569
	\$ 8,005	\$ 7,030

⁽¹⁾ Represents the amortization of stock-based compensation associated with PSAs and RSAs granted to key management personnel as recorded in the financial statements.

18. CASHFLOW INFORMATION

	Years ended December 31,	
	2022	2021
Accounts receivable	\$ (4,885)	\$ (25,942)
Prepaid expenses and deposits	120	2,101
Accounts payable and accrued liabilities	9,043	33,065
Working capital on acquisition and other	(1,793)	15,433
Working capital on disposal	—	(2,520)
Bad debt recoveries	159	57
Flow-through shares	—	346
Emissions reduction fund	—	2,141
Change in non-cash working capital	\$ 2,644	\$ 24,681
These changes relate to the following activities		
Operating	\$ (4,271)	\$ 18,144
Financing	—	2,141
Investing	6,915	4,396
	\$ 2,644	\$ 24,681

19. COMMITMENTS

Future minimum payments relating to variable office rent payments and firm transport commitments at December 31, 2022 are as follows:

	December 31, 2022
Less than 1 year	\$ 4,771
1 - 3 years	7,930
3 - 5 years	6,198
5+ years	6,762
Total commitments	\$ 25,661

20. LEASES

The Corporation has recognized the following lease and other obligations:

	Total
Lease obligations at December 31, 2020	\$ 40,792
Dispositions	(6,453)
Additions	5,205
Interest expense	2,810
Payments	(11,292)
Lease and other obligations at December 31, 2021	\$ 31,062
Dispositions	(5,131)
Additions	8,628
Interest expense	2,291
Payments	(8,051)
Lease and other obligations at December 31, 2022	\$ 28,799
Current portion	\$ 6,412
Long term portion	\$ 22,387

The Corporation has recognized the following right-of-use assets:

	Total
Right-of-use assets at December 31, 2020	\$ 29,329
Dispositions	\$ (2,626)
Additions	\$ 5,101
Impairment reversal allocation	\$ 4,093
Depreciation	\$ (3,352)
Right-of-use assets at December 31, 2021	\$ 32,545
Dispositions	(6,124)
Additions	8,628
Depreciation	(3,104)
Right-of-use assets at December 31, 2022	\$ 31,945

On December 19, 2022, the Corporation cancelled the term of an existing lease resulting in the derecognition of a \$5.8 million right-of-use asset and a \$5.1 million lease obligation. The corporation settled the obligation for \$2.5 million in cash, resulting in a loss on derecognition of \$3.2 million.

During the year ended December 31, 2022, the Corporation acquired a new office lease resulting in the recognition of a \$5.8 million right-of-use asset and lease obligation.

During the year ended December 31, 2022, the Corporation extended the term of existing leases resulting in the recognition of an incremental \$2.8 million right-of-use asset and lease obligation. The incremental borrowing rate used to revalue the lease was adjusted to reflect changes in market conditions and the revised lease term.

During the year ended December 31, 2022, the Corporation recognized \$3.1 million (2021 - \$3.4 million) of depreciation and \$8.1 million (2021 - \$11.3 million) of lease payments, of which \$2.3 million (2021 - \$2.8 million) has been recorded as interest expense.

Future minimum payments relating to lease and other obligations at December 31, 2022 are as follows:

	December 31, 2022
Less than 1 year	\$ 6,963
1 - 3 years	13,579
3+ years	15,900
Lease and other obligation payments	\$ 36,442

21. SUBSEQUENT EVENT

On March 1, 2023, the Corporation issued 1,850,000 flow-through shares related to Canadian development expenditures at a price of \$10.61 per share for total gross proceeds of \$19.6 million.