CARDINAL ENERGY LTD.

Q1 2023
FINANCIAL STATEMENTS

CONDENSED INTERIM BALANCE SHEET

As at, *(Unaudited, thousands)*	*Note*		**March 31, 2023**		December 31, 2022
ASSETS					
Current assets					
Trade and other receivables		**$**	**62,898**	$	64,041
Deposits and prepaid expenses			**4,001**		3,732
Fair value of financial instruments			**-**		1,533
			66,899		69,306
Non-current assets					
Property, plant and equipment	3		**1,070,972**		1,075,941
Deferred tax			**5,934**		9,766
Total Assets		**$**	**1,143,805**	$	1,155,013
LIABILITIES					
Current liabilities					
Trade and other payables		**$**	**89,561**	$	89,156
Dividends payable	8		**10,051**		10,009
Lease liabilities	5		**1,327**		1,487
Decommissioning obligation	6		**5,956**		8,573
			106,895		109,225
Non-current liabilities					
Lease liabilities	5		**3,048**		3,003
Bank debt	4		**45,320**		31,280
Decommissioning obligation	6		**80,228**		86,135
			128,596		120,418
Total Liabilities			**235,491**		229,643
SHAREHOLDERS' EQUITY					
Share capital	7		**1,104,304**		1,104,304
Treasury shares	7		**(7,729)**		(16,972)
Contributed surplus			**11,278**		25,156
Deficit			**(199,539)**		(187,118)
Total Shareholders' Equity			**908,314**		925,370
Total Liabilities and Shareholders' Equity		**$**	**1,143,805**	$	1,155,013
Contractual obligations	12				

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

CONDENSED INTERIM STATEMENT OF EARNINGS AND COMPREHENSIVE EARNINGS

For the three months ended March 31, *(Unaudited, thousands except per share amounts)*	*Note*		**2023**		2022
Revenue					
Petroleum and natural gas revenue	10	**$**	**134,977**	$	174,338
Royalties			**(25,742)**		(34,497)
Realized gain on commodity contracts	11		**1,510**		-
Unrealized loss on commodity contracts	11		**(1,533)**		(91)
Processing and other revenue	10		**1,177**		998
Other income			**-**		245
			110,389		140,993
Expenses					
Operating			**50,841**		46,136
Transportation			**1,773**		1,154
General and administrative			**5,656**		4,920
Share-based compensation	9		**2,180**		1,449
Finance			**3,495**		4,524
Depletion and depreciation	3		**24,993**		24,811
Loss on secured notes repayment			**-**		759
			88,938		83,753
Earnings before deferred tax			**21,451**		57,240
Deferred tax expense			**5,130**		-
Earnings and comprehensive earnings		**$**	**16,321**	$	57,240
Earnings per share	7				
- Basic		**$**	**0.10**	$	0.38
- Diluted		**$**	**0.10**	$	0.35

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

CONDENSED INTERIM STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY

(Unaudited, thousands except number of common shares)	**Common Shares, net of treasury shares**	**Share Capital**	**Treasury Shares**	**Warrants**	**Contributed Surplus**	**Deficit**	**Total Shareholders' Equity**
		(note 7)	*(note 7)*		*(note 9)*		
As at January 1, 2022	150,441,686	$ 1,102,852	$ (4,080)	$ 16,221	$ 33,188	$ (428,949)	$ 719,232
Purchase of common shares for RA [1] and PA [2] settlements	(999,717)	-	(5,000)	-	-	-	(5,000)
Exercise of warrants	895,000	1,903	-	(1,358)	-	-	545
Settlement of RA [1] and PA [2]	1,553,930	-	5,790	-	(16,050)	-	(10,260)
Share-based compensation	-	-	-	-	1,639	-	1,639
Earnings for the period	-	-	-	-	-	57,240	57,240
As at March 31, 2022	**151,890,899**	**$ 1,104,755**	**$ (3,290)**	**$ 14,863**	**$ 18,777**	**$ (371,709)**	**$ 763,396**
As at January 1, 2023	155,756,621	$ 1,104,304	$ (16,972)	$ -	$ 25,156	$ (187,118)	$ 925,370
Settlement of RA [1] and PA [2]	1,372,179	-	9,243	-	(17,643)	-	(8,400)
Share-based compensation	-	-	-	-	2,467	-	2,467
Tax adjustment on excess value of RA [1] and PA [2]	-	-	-	-	1,298	-	1,298
Dividends ($0.18 per share)	-	-	-	-	-	(28,742)	(28,742)
Earnings for the period	-	-	-	-	-	16,321	16,321
As at March 31, 2023	**157,128,800**	**$ 1,104,304**	**$ (7,729)**	**$ -**	**$ 11,278**	**$ (199,539)**	**$ 908,314**

(1) Restricted Bonus Award ("RA")

(2) Performance Bonus Award ("PA")

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

CONDENSED INTERIM STATEMENT OF CASH FLOWS

For the three months ended March 31, *(Unaudited, thousands)*	*Note*		**2023**		2022
Cash provided by (used in)					
Operating activities					
Earnings for the period		**$**	**16,321**	$	57,240
Adjustments for					
Share-based compensation	9		**2,180**		1,449
Depletion and depreciation	3		**24,993**		24,811
Unrealized loss on commodity contracts	11		**1,533**		91
Other income			**-**		(245)
Deferred tax expense			**5,130**		-
Accretion	5,6		**2,153**		2,085
Interest on secured notes			**-**		361
Loss on secured note prepayment			**-**		759
Decommissioning expenditures	6		**(4,759)**		(3,522)
Change in non-cash working capital			**(6,462)**		(32,986)
			41,089		50,043
Investing activities					
Property, plant and equipment expenditures	3		**(24,455)**		(35,796)
Property acquisitions			**(1,511)**		-
Property dispositions			**639**		-
Change in non-cash working capital			**(735)**		10,310
			(26,062)		(25,486)
Financing activities					
Dividends	8		**(28,700)**		-
Repayment of lease liabilities	5		**(443)**		(413)
Repayment of secured notes			**-**		(13,667)
Purchase of common shares for RA and PA settlements and withholding tax	9		**(8,400)**		(15,260)
Warrants exercised			**-**		545
Increase in bank debt	4		**14,040**		4,152
Change in non-cash working capital			**8,476**		86
			(15,027)		(24,557)
Change in cash and cash equivalents			**-**		-
Cash and cash equivalents, beginning of period			**-**		-
Cash and cash equivalents, end of period		**$**	**-**	$	-

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

1 REPORTING ENTITY

Cardinal Energy Ltd. ("Cardinal" or the "Company") was incorporated pursuant to the Business Corporations Act (Alberta) on December 21, 2010 and commenced activity on May 30, 2012. The Company's principal business activity is the acquisition, exploration and production of petroleum and natural gas in the provinces of Alberta, British Columbia, and Saskatchewan. Cardinal's principal place of business is located at 600, 400 – 3rd Avenue SW, Calgary, Alberta, Canada, T2P 4H2.

2 BASIS OF PREPARATION

Statement of Compliance
These condensed interim financial statements ("financial statements") have been prepared in accordance with statement IAS 34 – Interim Financial Reporting of the International Financial Reporting Standards ("IFRS"). The financial statements were prepared using the same accounting policies, critical judgments and key estimates which the Company applied in its annual financial statements for the year ended December 31, 2022 and do not include certain disclosures that are normally required to be included in annual financial statements which have been condensed or omitted. Accordingly, these financial statements should be read in conjunction with the annual financial statements for the year ended December 31, 2022.

The financial statements were authorized for issue by the Board of Directors on May 11, 2023.

Use of Estimates and Judgements
The timely preparation of financial statements requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, revenue and expenses. As such, actual results may differ from these estimates as future confirming events occur. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

3 PROPERTY, PLANT AND EQUIPMENT

	Petroleum and natural gas assets	Right-of-use assets	Corporate assets	Total
Cost				
As at January 1, 2022	$ 1,823,788	$ 5,490	$ 4,516	$ 1,833,794
Additions	119,327	3,433	854	123,614
Acquisition	2,536	-	-	2,536
Dispositions	(76,859)	(1,268)	(39)	(78,166)
Changes in decommissioning obligation	(6,576)	-	-	(6,576)
As at December 31, 2022	1,862,216	7,655	5,331	1,875,202
Additions	24,832	329	160	25,321
Acquisition	1,570	-	-	1,570
Dispositions	(4,985)	(446)	-	(5,431)
Changes in decommissioning obligation	(5,025)	-	-	(5,025)
At March 31, 2023	**$ 1,878,608**	**$ 7,538**	**$ 5,491**	**$ 1,891,637**
Accumulated depletion and depreciation				
As at January 1, 2022	$ (806,294)	$ (3,470)	$ (3,183)	$ (812,947)
Depletion and depreciation	(100,663)	(1,305)	(499)	(102,467)
Disposition	68,435	1,268	39	69,742
Impairment reversal, net	46,411	-	-	46,411
As at December 31, 2022	(792,111)	(3,507)	(3,643)	(799,261)
Depletion and depreciation	(24,465)	(375)	(153)	(24,993)
Dispositions	3,194	395	-	3,589
At March 31, 2023	**$ (813,382)**	**$ (3,487)**	**$ (3,796)**	**$ (820,665)**
Net book value				
At December 31, 2022	$ 1,070,105	$ 4,148	$ 1,688	$ 1,075,941
At March 31, 2023	**$ 1,065,226**	**$ 4,051**	**$ 1,695**	**$ 1,070,972**

The calculation of depletion for the three months ended March 31, 2023 includes forecasted future development costs of $220.9 million (December 31, 2022 - $224.7 million) associated with the development of the Company's proved and probable oil and gas reserves.

For the three months ended March 31, 2023, Cardinal capitalized $0.8 million of general and administrative expenses (2022 - $0.8 million) and $0.3 million (2022 - $0.2 million) of share-based compensation.

Impairment

At March 31, 2023, there were no indicators of impairment for oil and gas properties in any of the Company's CGUs.

4 BANK DEBT

The Company's reserves-based revolving credit facility of $155.0 million is comprised of a $135.0 million syndicated term credit facility and a $20.0 million non-syndicated operating line credit facility (the "Facilities"). The Facilities are available on a revolving basis until May 31, 2024 and may be extended for a further 364 day period, subject to approval by the syndicate. If not extended, the Facilities will cease to revolve, the applicable margins will increase by 0.5% and all outstanding advances will be repayable on May 31, 2025.

The available lending limits of the Facilities are reviewed semi-annually based on the syndicate's interpretation of the Company's reserves, future commodity prices and costs. As the available lending limit of the Facilities is based on the syndicate's interpretation of the Company's reserves and future commodity prices and costs, there can be no assurance that the amount of the Facilities will not decrease at the next scheduled review. On a redetermination date, lenders could reduce the borrowing base to below amounts drawn, in which case, any short fall would have to be repaid within 60 days. The next scheduled review date will be on or before November 30, 2023.

Advances under the Facilities are available by way of either prime rate loans, which bear interest at the banks' prime lending rate plus 1.75% to 5.25%, and bankers' acceptances, which are subject to fees and margins ranging from 2.75% to 6.25%. Interest and standby fees on the undrawn amounts of the Facilities depend upon certain ratios. The Facilities are secured by a general security agreement over all of the Company's assets. There are no financial covenants related to the Facilities, provided that Cardinal is not in default of the terms of the Facilities.

Letters of credit for $1.7 million were outstanding at March 31, 2023 (2022 – $1.7 million) that reduced the amount otherwise available to be drawn on the operating line credit facility.

Cardinal was in compliance with the terms of the Facilities at March 31, 2023. For the three months ended March 31, 2023 the effective interest rate on the Company's bank debt was 7.9% (2022 – 4.8%).

5 LEASE LIABILITIES

	Three months ended March 31, 2023	Year ended December 31, 2022
Balance, beginning of period	**$ 4,490**	$ 2,631
Additions	**329**	3,433
Dispositions	**(52)**	-
Accretion	**51**	-
Finance cost	**42**	146
Lease payments	**(485)**	(1,720)
Balance, end of period	**$ 4,375**	$ 4,490

The Company had future commitments relating to lease liabilities as follows:

	As at March 31, 2023	As at December 31, 2022
Less than 1 year	**$ 1,564**	$ 1,746
1 - 3 years	**1,487**	1,472
4 - 5 years	**817**	817
Thereafter	**1,323**	1,323
Total undiscounted future lease payments	**5,191**	5,358
Amounts representing financing	**(816)**	(868)
Present value of net lease payments	**4,375**	4,490
Less current portion of lease liabilitles	**(1,327)**	(1,487)
Non-current portion of lease liabilities	**$ 3,048**	$ 3,003

The Company has lease liabilities for contracts related to office space, vehicles, and office equipment. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. Discount rates during the three months ended March 31, 2023 were between 6% and 9% (2022 – between 6% and 8%), depending on the duration of the lease term.

6 DECOMMISSIONING OBLIGATION

		Three months ended March 31, 2023		Year ended December 31, 2022
Balance, beginning of period	**$**	**94,708**	$	120,791
Liabilities incurred		**251**		989
Liabilities acquired		**59**		104
Liabilities disposed		**(1,152)**		(8,238)
Change in estimates		**(5,025)**		(6,576)
Government subsidy for decommissioning expenditures		**-**		(810)
Decommissioning expenditures		**(4,759)**		(19,610)
Accretion		**2,102**		8,058
Balance, end of period	**$**	**86,184**	$	94,708

The Company's decommissioning obligation results from its ownership interest in crude oil and natural gas assets including well sites and facilities. At March 31, 2023, the total estimated amount to settle Cardinal's decommissioning obligation was $362.7 million (December 31, 2022 - $371 million) on an uninflated and undiscounted basis and $627.2 million (December 31, 2022 - $716 million) on an inflated and undiscounted basis.

The decommissioning obligation was determined by applying an inflation factor of 1.69% (2022 – 2.09%) and discounting the inflated amount using Cardinal's credit-adjusted rate of 9.0% (2022 – 9.0%). The majority of the costs are expected to be incurred over the next 50 years. The $5.0 million (2022 – $6.6 million) change in estimates for the three months ended March 31, 2023 is a result of the change in the inflation rate.

7 SHARE CAPITAL

At March 31, 2023, the Company was authorized to issue an unlimited number of common voting shares without nominal or par value. Holders of common shares are entitled to one vote per share.

Treasury Shares

RAs and PAs may be settled in cash, common shares issued from treasury or common shares acquired by an independent trustee in the open market for such purposes. During the three months ended March 31, 2023, the trustee did not purchase any common shares (2022 – 999,717 for $5.0 million) for the settlement of future vesting RAs and PAs.

During the three months ended March 31, 2023, the Company utilized 1,372,179 (2022 – 1,553,930) treasury shares to settle vesting RAs and PAs. As at March 31, 2023, 1,147,502 (December 31, 2022 – 2,519,681) common shares remained classified as treasury shares to be potentially used for future settlements.

Earnings per share

For the three months ended March 31,		**2023**		2022
Earnings for the period	**$**	**16,321**	$	57,240
Earnings per share				
- Basic	**$**	**0.10**	$	0.38
- Diluted	**$**	**0.10**	$	0.35
Weighted average number of common shares				
- Basic		**155,837,700**		149,902,455
- Diluted		**159,586,711**		162,613,404

The weighted average number of common shares is adjusted for treasury shares purchased and held by the trustee. For the three months ended March 31, 2023, 15,835 RAs (2022 – 693,630) and nil PAs (2022 – 397,800) were excluded from the calculation of diluted earnings per share as their effect was anti-dilutive.

8 DIVIDENDS

During the three months ended March 31, 2023, $28.7 million ($0.18 per common share) (2022 – $nil) of dividends were declared, of which $18.6 million was paid in cash and $10.1 million was recognized as a liability at March 31, 2023. The dividend payable was settled on April 14, 2023. In the first quarter of 2023, the Company also paid dividends of $10.0 million which was recognized as a liability at December 31, 2022.

9 SHARE-BASED COMPENSATION

The maximum number of common shares issuable under the Company's bonus award plan, in aggregate, cannot exceed five percent of the outstanding common shares. The Company's common shares traded at a weighted average share price of $7.26 per common share (2022 - $6.23) during the three months ended March 31, 2023.

Bonus Awards

The Company has a bonus award plan whereby RAs and PAs may be granted to directors, officers, employees and other service providers. Awards granted according to the plan vest equally over three years from the date of grant and expire on December 15th of the third year following the year in which the award was granted. In the case of PAs, 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 Company relative to pre-defined corporate performance measures for a particular period. Awards are adjusted for dividends declared, either with a cash payment or incremental common shares, and are to be settled with either cash, common shares or a combination thereof at the Company's discretion.

	Number of PAs	Number of RAs
As at January 1, 2022	1,536,246	3,665,598
Granted	397,800	778,662
Settled	(606,123)	(1,931,131)
Forfeited	-	(143,053)
Expired	-	(10,885)
As at December 31, 2022	1,327,923	2,359,191
Granted	500,388	821,396
Settled	(738,723)	(1,218,329)
Forfeited	-	(15,835)
As at March 31, 2023	**1,089,588**	**1,946,423**

For the three months ended March 31, 2023, upon the vesting of 1,218,329 (2022 – 1,833,035) RAs and 738,723 (2022 – 606,123) PAs, when taking into account the performance multiplier for PAs, the Company issued 1,372,179 (2022 – 1,553,930) treasury shares and made payments totalling $8.4 million (2022 - $10.3 million) for withholding taxes.

The fair value of the granted awards was determined based on the value of the Company's common shares at each grant date. The weighted average market price of the Company's common shares used to value the RAs granted was $6.72 (2022 – $7.42) and PAs granted was $6.70 (2022 – $7.50).

Share-based Compensation

Share-based compensation for the three months ended March 31, 2023 of $2.2 million (2022 - $1.4 million) was expensed and $0.3 million (2022 - $0.2 million) was capitalized.

10 REVENUE

Cardinal sells its production pursuant to variable-priced contracts. The transaction price for variable priced contracts is based on the commodity price, adjusted for quality, location or other factors, whereby each component of the pricing formula can be either fixed or variable, depending on the contract terms. Commodity prices are based on market indices that are determined on a monthly or daily basis. Under its contracts, the Company is required to deliver fixed or variable volumes of crude oil, natural gas and natural gas liquids to the contract counterparty. The amount of revenue recognized is based on the agreed transaction price, whereby any variability in revenue relates specifically to the Company's efforts to transfer production, and therefore the resulting revenue is allocated to the production delivered in the period during which the variability occurs. As a result, none of the variable consideration is considered constrained.

Crude oil, natural gas, and natural gas liquids are sold under contracts of varying price and volume terms of up to one year. Revenues are typically collected on the 25th day of the month following production.

The following table details the Company's petroleum and natural gas sales by product, and processing and other revenue generated by processing third party volume at facilities where the Company has an ownership interest:

For the three months ended March 31,		**2023**		2022
Crude oil	**$**	**126,811**	$	164,196
NGL		**3,200**		3,925
Natural gas		**4,966**		6,217
Petroleum and natural gas revenue	**$**	**134,977**	$	174,338
Processing and other revenue	**$**	**1,177**	$	998

Included in accounts receivable at March 31, 2023 is $46.7 million (December 31, 2022 - $45.7 million) of accrued petroleum and natural gas revenue.

11 FINANCIAL RISK MANAGEMENT

Cardinal's financial assets and liabilities consist of trade and other receivables, trade and other payables, dividends payable, fair value of financial instruments, and bank debt. Fair value of financial instruments assets and liabilities arise from the use of derivative financial instruments.

The Company classifies fair value according to the following fair value hierarchy based on the amount of observable inputs used to value the instrument:

Level 1 - Fair value is based on unadjusted quoted prices in active markets for identical assets or liabilities as of the reporting date.
Level 2 - Fair value is based on inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (as prices) or indirectly (derived from prices).
Level 3 - Fair value is based on inputs for the asset or liability that are not based on observable market data.

Derivatives are recorded on the balance sheet at fair value at each reporting period with the change in fair value being recognized as an unrealized gain or loss in the statement of earnings. 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 balance sheet date, using the remaining contracted volumes and a credit adjusted interest rate. The fair value of options and collars is based on option models that use published information with respect to volatility, prices and interest rates.

The Company does not apply hedge accounting for these contracts. The Company's production is usually sold using "spot" or near term contracts, with prices fixed at the time of transfer of custody or on the basis of a monthly average market price. However, the Company may give consideration in certain circumstances to the appropriateness of entering into long term, fixed price marketing contracts. The Company does not enter into commodity contracts other than to meet the Company's expected sale requirements.

As at March 31, 2023 and 2022, the only assets or liabilities measured at fair value were the fair value of financial instruments which are classified as level 2 financial instruments.

Carrying amount and fair value of financial assets and liabilities
Trade and other receivables are classified as financial assets at amortized cost and are reported at amortized cost. Trade and other payables, dividends payable, and bank debt are classified as financial liabilities at amortized cost and are reported at amortized cost. The fair values of trade and other receivables, and trade and other payables, and dividends payable approximate their carrying amount due to the short-term maturity of these instruments. The fair value of bank debt approximates the carrying amount due to the floating rate of interest and the margin charged by the syndicate is indicative of current credit spreads.

Risk management
Cardinal is exposed to normal market risks inherent in the oil and natural gas business, including, but not limited to, commodity price risk, foreign currency rate risk, credit risk, liquidity risk and interest rate risk. The Company seeks to mitigate these risks through various business processes and management controls and from time to time by using various derivative financial instruments and physical delivery sales contracts.

Commodity price risk
The Company is exposed to commodity price risk on petroleum and natural gas sales. Commodity prices for crude oil and natural gas are impacted by not only the relationship between the Canadian and United States dollar, but also by world economic events that dictate the levels of supply and demand.

At March 31, 2023 Cardinal did not have any commodity financial derivative contracts outstanding.

Liquidity risk
Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they come due. The financial liabilities on the balance sheet consist of trade and other payables, dividends payable, and bank debt. Trade and other payables and dividends payable are considered due within one year. Bank debt (see note 4) is considered due in 2025. The Company anticipates it will continue to have adequate liquidity to fund its financial liabilities. The Company has had no defaults or breaches on its financial liabilities as at March 31, 2023.

12 CONTRACTUAL OBLIGATIONS

As at March 31, 2023, the Company had contractual obligations as follows:

	2023	2024	2025	2026	2027	Thereafter
Trade and other payables	$ 89,561	-	-	-	-	-
Dividend payable	10,051	-	-	-	-	-
Lease liabilities	1,564	839	648	394	423	1,323
Bank debt [1]	-	-	45,320	-	-	-
Power purchase commitment	10,590	13,195	8,674	8,674	8,674	-
Total contractual obligations	**$ 111,766**	**$ 14,034**	**$ 54,642**	**$ 9,068**	**$ 9,097**	**$ 1,323**

(1) Amount excludes interest.