

Strikewell Energy Corp.

Management's Discussion and Analysis
December 31, 2022

The following management's discussion and analysis ("MD&A") for Strikewell Energy Corp. was prepared by management based on information available as at April 27, 2023. This MD&A should be reviewed together with the audited annual consolidated financial statements (the "Annual Financial Statements") for the year ended December 31, 2022, and the MD&A and audited annual consolidated financial statements for the year ended December 31, 2021. The Company's unaudited condensed interim consolidated financial statements and year-end audited annual consolidated financial statements are filed on SEDAR and are available for review at www.sedar.com.

As used in this MD&A, the terms "we", "us", "our", "Strikewell" and the "Company" refer to Strikewell Energy Corp. and our subsidiaries, Strikewell Capital Corp. ("Strikewell Capital") and ZNX Energy Ltd. ("ZNX"), unless the context clearly requires otherwise.

Unless otherwise noted, all dollar amounts are expressed in Canadian dollars ("C\$" or "\$") and any references to common shares are in the capital of Strikewell Energy Corp., unless the context clearly requires otherwise.

Barrels of oil equivalent ("boe") amounts have been calculated using a conversion rate of six thousand cubic feet ("MCF") of natural gas per barrel ("bbl") of oil or natural gas liquids ("6:1"). A conversion ratio of six MCF to one bbl is based on an energy equivalency conversion method primarily applicable at the burner tip and does not represent a value equivalency at the wellhead. Boe disclosure may be misleading, particularly if used in isolation.

Forward-Looking Statements

Certain information in this MD&A and the documents incorporated by reference contain forward-looking statements, which includes forward-looking information within the meaning of applicable Canadian securities laws. Forward-looking statements are statements which relate to future events or our future performance, including our future financial performance. In some cases, you can identify forward-looking statements by terminology such as "may", "should", "expects", "plans", "anticipates", "believes", "estimates", "predicts", or "potential" or the negative of these terms or other comparable terminology. These statements are only predictions and involve known and unknown risks, uncertainties and other factors, including the risks described in the section titled "Risk Factors" commencing on page 12 and "Risks Relating to the Industry" commencing on page 14 of this MD&A, that may cause the Company's or the industry's actual results, levels of activity, performance or achievements to be materially different from any future results, levels of activity, performance or achievements expressed or implied by these forward-looking statements. No assurance can be given that any of the events anticipated by the forward-looking information and statements will occur or, if they do occur, what benefits we will obtain from them. This MD&A contains forward-looking information and statements, which may include, but are not limited to: statements with respect to the financial and operating performance of the Company and its subsidiaries; investment objectives and strategies; the business goals and strategies; forecast operating and financial results; planned capital expenditures; potential future market for our products; our plans for, and results of, exploration and development activities; our treatment under governmental regulatory and royalty regimes and tax laws; competitive advantages; business prospects and opportunities; costs and timing of developmental new projects; our management's assessment of future plans and operations; our anticipated liquidity and various matters that may impact such liquidity; and requirements for additional capital.

While these forward-looking statements, and any assumptions upon which they are based, are made in good faith, and reflect our current judgement regarding the direction of our business, actual results will almost always vary, sometimes materially, from any estimates, predictions, projections, assumptions, or other future performance suggested in this MD&A. These assumptions, which include: management's current expectations; estimates and assumptions about certain projects

and the markets we operate in; the global economic environment; interest rates; estimates of quantities of oil and natural gas from our properties; our ability to generate sufficient cash flow from operations to meet our current and future obligations and other risks and uncertainties described from time to time in the filings we make with securities regulatory authorities; the impact of increasing competition; our ability to obtain qualified staff, equipment and services in a timely and cost efficient manner; the ability of the operator of the projects in which we have an interest to operate the field in a safe, efficient and effective manner; future commodity prices; currency, exchange and interest rates; the regulatory framework regarding royalties, taxes and environmental matters in the jurisdictions in which we operate; may prove to be incorrect. A number of risks and uncertainties could cause our actual results to differ materially from those expressed or implied by the forward-looking information and statements, including, but not limited to: the failure of the Company to execute our business plans; general economic conditions as they affect us; risks arising from our operations generally; competition; volatility of, and assumptions regarding oil and gas prices; accuracy of cost estimates; fluctuations in commodities prices; fluctuations in product supply and demand; accuracy of our reserves, resources and future production estimates; our ability to replace and expand oil and gas reserves; the reliability of our assets; risks associated with technology and its application to our business; changes in the applicable regulatory framework, including changes in regulatory approval process and land-use designations, royalty, tax, environmental, greenhouse gas, carbon and other laws or regulations, or changes to the associated with compliance; our ability to control our operating costs, general administrative and other expenses; other factors beyond our control; insufficient investor interest in our securities which may impact on our ability to raise additional financing as required; and those factors described in the section titles "Risk Factors" in this MD&A.

The forward-looking information is based on the estimates and opinions of our management at the time they are made. Although we believe that the expectations reflected in these forward-looking statements are reasonable, we cannot guarantee future results, levels of activity, performance or achievements. Readers of this MD&A are cautioned not to rely on such forward-looking information and statements. The forward-looking information in this MD&A is made as of April 27, 2023 and the Company assumes no obligation to update or revise them to reflect new events or circumstances, except as required by law.

Description of Business

We are a reporting issuer in the Provinces of British Columbia and Alberta and our common shares are listed on the TSX Venture Exchange (the "TSXV") under the symbol "SKK".

We are in the oil and gas business. We own producing petroleum and natural gas interests near Garrington, Alberta, through our wholly owned subsidiaries Strikewell Capital and ZNX.

Overall Performance

Garrington, Alberta:

The Company owns a 100% working interest in a producing Garrington area oil well with 640 acres of related oil and gas petroleum rights.

The initial 10% working interest in the Garrington property was acquired effective September 1, 2009, through Strikewell Capital.

An additional 80% working interest was acquired through a purchase and sale agreement which closed on October 9, 2015, through Strikewell Capital. Additional details regarding the purchase and sale agreement are described below under the heading "Discussion of Operations".

On March 20, 2020, the final 10% working interest was acquired through a debt reduction and share property transfer agreement (the "Agreement") between Strikewell and Summus Solutions N.V. ("Summus").

Pursuant to the Agreement, Strikewell acquired 100% of the shares of ZNX Energy Ltd. ("ZNX") effective October 31, 2019, for the purchase price of \$195,000 (the "Purchase Price"). The acquisition was subject to the approval of the TSXV which was obtained in January 2020. The Purchase Price was paid and satisfied at the closing of the transaction, by way of a reduction of the debt owing from Summus.

Following the closing of the transaction, ZNX became a wholly owned subsidiary of Strikewell, including indirect ownership of all of ZNX's assets. Strikewell now owns a 100% working interest in the Garrington Property, encompassing an area of 640 acres with one producing Pekisko oil well, the Garrington 06-06-035-02W5 and associated production assets.

Post transaction a net debt of \$156,016 was owing to the Company from Summus. The balance of the debt owing to the Company accrued interest at a rate of 10% per annum, compounding monthly from January 1, 2020 to June 30, 2020. The interest rate then increased to 25% per annum, compounding monthly from July 1, 2020, until paid in its entirety. The net balance was due in full on September 30, 2020.

On September 30, 2020, the Company entered into an Assignment of Debt Agreement with Mr. Hislop (the "Assignment") whereby the balance owed to the Company of \$174,434, which included \$18,428 in accrued interest, was assigned to Mr. Hislop payable by way of a debt reduction of the Company's indebtedness to Mr. Hislop, which on September 30, 2020, amounted to \$12,923,423. The transaction was subject to the approval of the TSX Venture Exchange which was obtained on February 2, 2021. The transaction subsequently closed on February 3, 2021.

The Company has incurred a net loss of \$1,904,417 (2021 - \$1,974,440), is currently unable to self-finance operations, has a working capital deficiency of \$8,244,504 (2021 - \$8,622,716) an accumulated deficit of \$42,656,899 (2021 - \$40,752,482), limited resources and cash flow and no assurances that sufficient funding will be available to conduct further exploration and development of its petroleum and natural gas interests. The Company will require additional equity and/or debt financing to meet its administrative overhead costs, to continue exploration work on its petroleum and natural gas interests and settle its current and long-term liabilities.

The outbreak of the novel strain of coronavirus, specifically identified as "COVID-19", resulted in governments worldwide enacting emergency measures that included the implementation of travel bans, self-imposed quarantine periods and physical distancing. At the time these consolidated financial statements were prepared, the COVID-19 pandemic continued to cause disruptions to the global economy; however, it did not significantly impact the Company's operations during the year ended December 31, 2022. The lasting impacts of the COVID-19 outbreak are unknown at this time making it difficult to predict the impact on the financial results and condition of the Company in future periods

The Company's business and results of operations may be further negatively affected by economic and other consequences from Russia's military action against Ukraine and the sanctions imposed in response in late February 2022. Certain countries including Canada and the United States, have imposed strict financial and trade sanctions against Russia, which may have far reaching effects on the global economy. Russia is a major exporter of oil and natural gas therefore disruption of supplies of oil and natural gas from Russia could cause a significant worldwide supply shortage of oil and natural gas and have a significant impact on worldwide prices of oil and natural gas. The long-term impacts of the conflict and the sanctions imposed on Russia remain uncertain.

These matters indicate material uncertainties that may cast significant doubt about the Company's ability to continue as a going concern. These consolidated financial statements do not include any adjustments relating to the recoverability of assets and classification of assets and liabilities that might be necessary should the Company be unable to continue as a going concern. Such adjustments could be material.

Selected Annual Financial Information

The following table contains a summary of our financial results for years ended December 31, 2022, 2021 and 2020:

(C\$)	Year ended December 31		
	2022	2021	2020
Total Gross Revenues	1,110,583	828,917	421,720
Net Loss	(1,904,417)	(1,974,440)	(2,319,156)
Basic and Diluted Loss per Share	(0.22)	(0.23)	(0.27)
Total Assets	969,770	928,433	1,058,460
Total Long-term Financial Liabilities	13,947,805	11,875,926	12,637,980

Our revenue performance and the income we realize varies from period to period in relation to the number of wells we have in production, our production volumes, and the prices we receive for our commodities from time to time. We have not developed any new wells during the financial periods presented. Historically, commodity prices and hence the prices we realize, are subject to variations arising from market supply and demand fundamentals beyond our control.

The discussion and analysis of our financial condition and results of operations is based on our Annual Financial Statements, which have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"). Application of IFRS requires the use of estimates, judgements and assumptions that affect the reported amounts of assets and liabilities as of the date of the Annual Financial Statements as well as the revenues and expenses reported during the period. Changes in these estimates, judgements and assumptions will occur as a result of future events, and accordingly, actual results could differ from amounts estimated. Our reporting currency is Canadian dollars.

Discussion of Operations

Year ended December 31, 2022, compared to the year ended December 31, 2021:

A net loss of \$1,904,417 was realized in the year ended December 31, 2022 compared to \$1,974,440 for the same period in 2021. The decrease in net loss is primarily due to increased revenues of \$1,110,583 in 2022 compared to \$828,917 in 2021. The increase in revenue is primarily due to increased commodity prices throughout the year.

Direct expenses for the year ended December 31, 2022 decreased to \$431,781 consisting of \$346,923 in production expenses and non-cash depletion expenses of \$84,858 compared to direct expenses of \$432,014 consisting of \$370,379 in production expenses and non-cash depletion expenses of \$61,635 for the same period in 2021.

Operating income for the year ended December 31, 2022 was \$346,274 compared to \$207,287 for the same period in 2021.

The promissory note Strikewell Capital Corp. entered into with Mr. Hislop on July 1, 2015 for the amount of \$1,000,000, matured on June 30, 2022. On July 1, 2022, the promissory note was

renewed for the outstanding principal sum and accrued interest for a total of \$2,050,000, which matures on June 30, 2029. All other terms of the loan remain the same.

On August 2, 2022, the Company held its annual general and special meeting and all resolutions placed before the shareholders were voted in favour. For additional information, please refer to the Company's Information Circular filed on SEDAR and available for review at www.sedar.com.

On August 1, 2022, the Company entered into a New Revised Management Services Agreement ("New MSA") with Caravel, a private management company wholly owned by Mr. Hislop, a shareholder and debt holder of the Company. Pursuant to the New MSA, the monthly administrative fee was increased from \$5,000 to \$10,000, all other terms of the agreement remain the same.

On August 8, 2022, the Company announced it had received both shareholder and TSX Venture Exchange approval on its 2022 Stock Option Plan (the "2022 Plan"). The 2022 Plan is a 20% fixed stock option plan whereby, subject to adjustments as provided in the 2022 Plan, the aggregate number of plan shares reserved for issuance under the 2022 Plan, including any other common shares which may be issued pursuant to any other stock options granted by the Company outside of the 2022 Plan, shall not exceed twenty percent (20%) of the total number of issued common shares of the Company (calculated on a non-diluted basis) at the date of implementation of the 2022 Plan by the Company, being 1,725,372 plan shares. The number of optioned shares granted under the 2022 Plan cannot exceed the number of plan shares. For additional information on the 2022 Plan, please refer to the Company's Information Circular dated June 30, 2022 filed on SEDAR and available for review at www.sedar.com.

The promissory note the Company entered into with Mr. Hislop on August 25, 2015 for the amount of \$75,000, matured on August 25, 2022. On August 25, 2022, the promissory note was renewed for the outstanding principal sum and accrued interest for a total of \$153,780.92, which matures on August 25, 2029. All other terms of the loan remain the same.

Fourth Quarter

Three-month period ended December 31, 2022, compared to the three-month period ended December 31, 2021:

A net loss of \$554,512 was realized in the three-month period ended December 31, 2022 compared to \$483,168 for the same period in 2021. The increase in net loss is primarily due to increased depletion of \$38,958 in 2022 compared to \$1,635 in 2021 and increased administration fees of \$30,000 in 2022 compared to \$15,000 in the fourth quarter of 2021.

Direct expenses for the three-month period ended December 31, 2022 increased to \$147,262 consisting of \$108,304 in production expenses and non-cash depletion expenses of \$38,958 compared to direct expenses of \$98,338 consisting of \$96,703 in production expenses and non-cash depletion expenses of \$1,635 for the same period in 2021.

Operating income for the three-month period ended December 31, 2022 was \$44,959 compared to \$90,304 for the same period in 2021.

Summary of Quarterly Results

The following table presents selected interim consolidated financial information for the last eight quarters:

(C\$)	2022				2021			
Period Ended	Q4	Q3	Q2	Q1	Q4	Q3	Q2	Q1
Total Gross Revenues	263,598	238,303	356,235	252,447	249,055	222,180	201,072	156,610
Net Loss	(554,512)	(506,031)	(401,423)	(442,451)	(483,168)	(474,343)	(512,060)	(504,869)
Basic and Diluted Loss per Share	(0.06)	(0.06)	(0.05)	(0.05)	(0.06)	(0.05)	(0.06)	(0.06)

Our revenue performance and the income we realize varies from period to period in relation to the number of wells we have in production, our production volumes, and the prices we receive for our commodities from time to time. We have not developed any new wells during the financial periods presented.

Liquidity and Capital Resources

Cash on December 31, 2022 was \$475,178 compared to \$225,913 on December 31, 2021. As of December 31, 2022, we had a net working capital deficiency of \$8,244,504 compared to \$8,622,716 at December 31, 2021.

As of December 31, 2022, we had no long-term capital expenditure commitments. Our long-term liabilities are our loans and notes payable described below, and a decommissioning liability.

The Company and Mr. Hislop have a loan agreement with a principal balance of \$865,924, secured by the assets of the Company. This loan had an interest rate of 10% per annum payable semi-annually and matured on June 1, 2019. At the inception of the loan, the loan was revalued using an estimated effective interest rate of 30% based on comparable market interest rates and a gain of \$971,118 was recorded in contributed surplus to reflect the benefit having been received from a party in their capacity as an equity holder. This promissory note was renewed on June 1, 2019, with a revised maturity date of June 1, 2026, and an increased interest rate of 15%. All other terms of the loan remain the same. Included in accounts payable and accrued liabilities is accrued interest of \$1,536,150 as of December 31, 2022 (2021 - \$1,406,261).

In January 2006, the Company entered into two notes payable arising from the purchase consideration for the acquisition of Strikewell Capital and the restructuring of certain accounts payable and loans payable of the Company. The principal owing under the Vendor Note and the Second Note ("the promissory notes") were due for repayment January 1, 2014 and bore interest at 2% for years one and two, 3% for years three and four, 4% for year five and 15% for years six through eight, compounded and payable semi-annually. On January 1, 2014, the promissory notes were renewed and were due for repayment December 31, 2018 and bore interest at 15% per annum. On January 1, 2014, the effective interest rate of the loan was estimated to be 30% per annum based on current comparable market interest rates. A gain of \$1,536,299 and \$831,329 was recognized on the vendor and second note was recorded in contributed surplus to reflect the benefits having been received from parties in their capacity as equity holders.

On January 1, 2019, the Company entered into a new promissory note in the amount of \$7,032,615 at an interest rate of 15% per annum for a period of 7 years, expiring on December 31, 2025. This promissory note replaces the Vendor Note of \$4,018,636 plus accrued interest of \$3,013,979 which expired on December 31, 2018.

On January 1, 2019, the Company entered into a new promissory note in the amount of \$3,805,522 at an interest rate of 15% per annum for a period of 7 years, expiring on December 31, 2025. This promissory note replaces the Second Note of \$2,174,584 plus accrued interest of \$1,630,938 which expired on December 31, 2018.

On October 1, 2020, the Company closed an Assignment of Debt agreement with Mr. John Hislop. Pursuant to the agreement, the Company assigned the debt owing from Summus Solutions in the aggregate amount of \$174,434 to Mr. Hislop, payable by way of a reduction of debt owing to Mr. Hislop. The amount was offset against the Vendor Note for a revised principal amount of \$6,858,181.

All assets of the Company have been pledged as security for the notes payable. The Vendor Note is due to Mr. John Hislop. The Second Note is due to Caravel.

Included in accounts payable and accrued liabilities is accrued interest of \$6,448,411 as of December 31, 2022 (2021 - \$4,848,856).

On February 1, 2013, the Company entered into a promissory note with Caravel Management Corp. ("Caravel") for an amount up to \$200,000, which bears interest calculated quarterly at a rate of 15% per annum and matured on January 31, 2018 (the "Caravel Promissory Note"). On January 31, 2018, the Company entered into an amended promissory note with Caravel which was effective February 1, 2018, extending the term of the loan to January 31, 2025. All other terms of the loan remain unchanged. On January 31, 2018, the loan was revalued to account for current comparable market interest rates, and as a result, the effective interest rate was determined to be 18% per annum and a gain of \$4,833 was deemed to have been received upon the extension of the due date of the loan. This gain was recorded in contributed surplus to reflect the benefit of having been received from a related party. As of December 31, 2022, the Company owes Caravel the principal sum of \$46,500. Included in accounts payable and accrued liabilities is accrued interest of \$68,762 as of December 31, 2022 (2021 - \$61,787).

On August 25, 2015, the Company entered into a promissory note with Mr. Hislop for \$75,000, which had an interest rate of 15% per annum and matured on August 25, 2022. At the inception of the loan, the loan was revalued using an estimated effective interest rate of 30% per annum and a gain of \$34,442 was recorded in contributed surplus to reflect the benefit having been received from a party in their capacity as an equity holder. On August 25, 2022, the promissory note was renewed for the outstanding principal sum and accrued interest for a total of \$153,781, which matures on August 25, 2029. All other terms of the loan remain the same. As of December 31, 2022, the Company owes Mr. Hislop the principal sum of \$153,781. Included in accounts payable and accrued liabilities is accrued interest of \$8,089 as of December 31, 2022 (2021 - \$72,000).

On October 9, 2015, the Company closed the agreement of purchase and sale dated June 30, 2015 between Strikewell Capital and Mr. Hislop (the "Agreement"). Pursuant to the Agreement, Strikewell Capital purchased an 80% working interest in the Garrington Property, encompassing an area of 640 acres with one producing Pekisko oil well, the Garrington 06-06-035-02W5 for a purchase price of \$1,000,000 (the "Purchase Price"). The Agreement has an effective date of July 1, 2015. The Purchase Price was paid and satisfied at the closing of the transaction, by way of issuance by Strikewell Capital to Mr. Hislop, a promissory note in the amount of \$1,000,000 (the "Promissory Note"). The Promissory Note was due on June 30, 2022, and had an interest rate of 15% per annum. Strikewell Capital may prepay the Promissory Note without penalty. Following the completion of the transaction, Strikewell Capital owns a 90% working interest in the Garrington Property. Mr. Hislop owns 4,230,769 common shares of the Company, representing 49.04% of the

issued and outstanding common shares of the Company. In addition, Mr. Hislop is a brother of Mr. David Hislop, President, Chief Executive Officer, and director of the Company. Mr. David Hislop informed the other directors of the Company that he had no material interest in the Agreement, or the transaction contemplated under the Agreement. At the inception of the loan, the loan was revalued using an estimated effective interest rate of 30% per annum and a gain of \$434,002 was recorded in contributed surplus to reflect the benefit having been received from a party in their capacity as an equity holder. On July 1, 2022, the promissory note was renewed for the outstanding principal sum and accrued interest for a total of \$2,050,000, which matures on June 30, 2029. All other terms of the loan remain the same. As of December 31, 2022, the Company owes Mr. Hislop the principal sum of \$2,050,000. Included in accounts payable and accrued liabilities is accrued interest of \$155,630 as of December 31, 2022 (2021 - \$975,616).

The Company incurred a net loss of \$1,904,417 (2021 - \$1,974,440), is currently unable to self-finance operations, has a working capital deficiency of \$8,244,504 (2021 - \$8,622,716), an accumulated deficit of \$42,677,570 (2021 - \$40,752,482), limited resources and operating cash flow and no assurances that sufficient funding will be available to conduct further exploration and development of its petroleum and natural gas interests. The Company will require additional equity and/or debt financing to meet its administrative overhead costs, and to continue exploration work on its petroleum and natural gas interests in 2022. The application of the going concern concept is dependent upon the Company's ability to generate future profitable operations, raise additional capital through debt and/or equity financing and its debtors' continued forbearance on the Company's outstanding debt. Management is actively seeking to raise the necessary capital to meet its funding requirements and has undertaken available cost cutting measures. There can be no assurance that management's plan will be successful.

Our objective is to meet our operating and capital requirements by a combination of cash flow from future well production, and re-investment of current capital. Production volumes and the market price that we realize for the oil and gas we produce and sell, determine our revenue from operations and consequently our ability to generate capital from operations is substantially dependent on the price of oil and natural gas. Future cash flows and the continued availability of capital from operations are subject to a number of uncertainties, such as production rates, the price of oil and gas, and the results of our drilling programs.

We have no assurance that additional funding will be available for the exploration and development of future projects. There can be no assurance that we will be able to obtain adequate financing in the future or that the terms of such financing will be favourable. Failure to obtain such additional financing could result in delays or indefinite postponement of further exploration and development of any projects with the possible loss of such properties. There can be no assurance that we will be able to engage in such financings in light of factors such as the market demand for our securities, the state of financial markets generally and other relevant factors. If such a method of financing is employed by our Company, it will result in increased dilution to the existing shareholders each time a financing involving equity is conducted.

Off-Balance Sheet and Other Financial Arrangements

We do not have any off-balance sheet arrangements that have or are reasonably likely to have a current or future effect on our financial condition, changes in financial condition, revenues or expenses, results of operations, liquidity, capital expenditures or capital resources that are material to investors.

We do not have any commitments under oil and gas forward sales contracts or other types of hedging arrangements which might expose us to commodity price or production volume risks.

Transactions between Related Parties

For the year ended December 31, 2022, the Company paid \$25,200 (2021 - \$24,450) to directors and officers of our Company for their services. Mr. Scott Hislop, Chief Financial Officer, received \$6,000. Mr. David Hislop, Mr. Alistair Palmer and Mr. Peter Bryant, Directors, each received \$6,000 for their services for the year ended December 31, 2022 and 2021. Also, Mr. Les Tipton, Director for ZNX received \$1,200 for his services.

On November 1, 2011, the Company entered into a Revised Management Services Agreement ("Revised MSA") with Caravel, a private management company wholly owned by Mr. Hislop, a shareholder and debt holder of the Company. Pursuant to the Revised MSA, a monthly administrative fee of \$5,000 plus any out-of-pocket expenses and specialized management expenses incurred shall be paid to the management company. On August 1, 2022, the Company entered into a New Revised Management Services Agreement ("New MSA") with Caravel. Pursuant to the New MSA, the monthly administrative fee was increased from \$5,000 to \$10,000, all other terms of the agreement remain the same. During the year ended December 31, 2022, a total of \$85,000 (2021 - \$60,000) has been paid or accrued to Caravel for administration fees.

In January 2006, the Company entered into two notes payable arising from the purchase consideration for the acquisition of Strikewell Capital and the restructuring of certain accounts payable and loans payable of the Company. The notes are described in detail above under the heading "Liquidity and Capital Resources".

The Company entered into a loan with Mr. John Hislop which has a principal balance of \$865,924. The loan is secured by the assets of the Company and bears interest at 15% per annum payable semi-annually. The loan is described in detail above under the heading "Liquidity and Capital Resources".

On February 1, 2013, the Company entered into the Caravel Promissory Note for an amount up to \$200,000, which bears interest calculated quarterly at a rate of 15% per annum. The loan is described in detail above under the heading "Liquidity and Capital Resources".

On August 25, 2022, the Company entered into a new promissory note with Mr. Hislop for the outstanding principal sum and accrued interest for a total of \$153,781, which bears interest at a rate of 15% per annum and matures on August 25, 2029. The loan is described in detail above under the heading "Liquidity and Capital Resources".

On July 1, 2022, the Strikewell Capital entered into a new promissory note with Mr. Hislop for the outstanding principal sum and accrued interest for a total of \$2,050,000, which bears interest at a rate of 15% per annum and matures on June 30, 2029. The loan is described in detail above under the heading "Liquidity and Capital Resources".

Subsequent Events

There are no subsequent events as of the date of this MD&A.

Critical Accounting Estimates

The preparation of the Annual Financial Statements in conformity with IFRS requires management to make judgements, estimates and assumptions that may affect the reported amounts of assets, liabilities, income, and expenses. Actual results may differ from these estimates.

Following are the accounting policies subject to such judgements and the key sources of estimation uncertainty that the Company believes could have the most significant impact on the reported results and financial position.

Reserves

The estimate of petroleum and natural gas reserves is integral to the calculation of the amount of depletion charged to the consolidated statements of comprehensive loss and is also a key determinant in assessing whether the carrying value of any of the Company's development and production assets have been impaired. Changes in reported reserves can impact asset carrying values and the decommissioning provision due to changes in expected future cash flows. The Company's reserves are evaluated and reported on by independent reserve engineers at least annually in accordance with Canadian Securities Administrators' National Instrument 51-101 *Standards of Disclosure of Oil and Gas Activities*. Reserve estimation is based on a variety of factors including engineering data, geological and geophysical data, projected future rates of production, commodity pricing and timing of future expenditures, all of which are subject to significant judgement and interpretation.

Carrying value of petroleum and natural gas interests

The Company assesses at each reporting date whether there is an indication that an asset or cash-generating unit ("CGU") may be impaired. A CGU is defined as the lowest grouping of assets that generate identifiable cash inflows that are largely independent of cash inflows of other assets or groups of assets. The allocation of assets into CGUs requires significant judgement and interpretation with respect to the way in which management monitors operations. If any indication exists that an asset or CGU may be impaired, the Company estimates the recoverable amount. The recoverable amounts of individual assets and CGUs have been determined based on the higher of value-in-use calculations and fair value less costs to sell. These calculations require the use of estimates and assumptions, such as estimates of proved plus probable reserves, future production rates, oil and natural gas prices, future costs, and other relevant assumptions, all of which are subject to change.

A material adjustment to the carrying value of the Company's petroleum and natural gas interests could arise as a result of changes to these estimates and assumptions.

Decommissioning obligations

The Company's activities give rise to dismantling, decommissioning, and site disturbance remediation activities. Provision is made for the estimated cost of site restoration and capitalized in the relevant asset category.

Decommissioning obligations are measured at the present value of management's best estimate of expenditure required to settle the present obligation at the consolidated statement of financial position 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 finance costs whereas increases/decreases due to changes in the estimated future cash flows are capitalized. Actual costs incurred upon settlement of the decommissioning obligations are charged against the provision to the extent the provision was established. For more information on the Company's decommissioning obligations see Note 11 of the Annual Financial Statements.

Income taxes

Related assets and liabilities are recognized for the estimated tax consequences between amounts included in the consolidated financial statements and their tax base using substantively enacted future income tax rates. Timing of future revenue streams and future capital spending changes can affect the timing of any temporary differences, and accordingly, affect the amount of the deferred tax asset or liability calculated at a point in time. These differences could materially impact earnings.

The assessment of an asset acquisition or business combination and existing working interest

Management has had to apply judgements with respect to whether the acquisition of the additional interests in the property and equipment was a business combination or an asset acquisition. Management applied a three-element process to determine whether a business or an asset was purchased, by considering inputs, processes, and outputs of each acquisition to reach a conclusion.

In instances where the Company acquired additional working interest, the Company does not re-measure the previously held interest in the assets that it already controls.

Going concern

The assessment of whether the going concern assumption is appropriate requires management to take into account all available information about the future, which is at least, but not limited to, twelve months from the end of the reporting period. The Company is aware that material uncertainties related to events or conditions may cast significant doubt upon the Company's ability to continue as a going concern.

Discount rate of loans

The promissory notes are initially recognized at fair value, calculated as the net present value of the liability based upon discount rate issued by comparable issuers and accounting for at amortized cost using the effective interest rate method.

Significant Accounting Policies

The significant accounting policies used by our Company are disclosed in Note 3 of our Annual Financial Statements for the year ended December 31, 2022. There have been no significant changes to these accounting policies during the year ended December 31, 2022. Please refer to the Annual Financial Statements for a description of the Company's significant accounting policies.

Changes in Accounting Policies Including Initial Adoption

New Accounting Pronouncements

At the date of this MD&A, certain new standards, amendments, and interpretations to existing standards have been published, but are not yet effective, and have not been early-adopted by the Company. The Company does not expect these new pronouncements to have a significant impact on its consolidated financial statements.

Financial Instruments and Other Instruments

Our Company is exposed in varying degrees to a number of risks arising from financial instruments. The Board of Directors has overall responsibility for the establishment and oversight of our Company's risk management framework. Management's close involvement in the operations allows for the identification of risks and variances from expectations. The Board approves and monitors the risk management process.

Please refer to Notes 4 and 5 of our Annual Financial Statements for additional details on our Financial Instruments and Other Instruments.

Risk Factors

Exploration, Development and Production Risks: Oil and natural gas exploration involves a high degree of risk and there is no assurance that exploration expenditures will result in the discovery of oil or natural gas in commercially exploitable quantities.

Future oil and gas exploration may involve unprofitable efforts, not only from dry wells, but from wells that are productive but do not produce sufficient net revenues to return a profit after drilling, operating and other costs. Completion of a well does not assure a profit on the investment or recovery of drilling, completion, and operating costs. In addition, drilling hazards or environmental damage could greatly increase the cost of operations, and various field operating conditions may adversely affect the production from successful wells. These conditions include delays in obtaining governmental approvals or consents, shut-ins of connected wells resulting from extreme weather conditions, insufficient storage or transportation capacity or other geological and mechanical conditions. While close well supervision and effective maintenance operations can contribute to maximizing production rates over time, production delays and declines from normal field operating conditions cannot be eliminated and can be expected to adversely affect revenue and cash flow levels to varying degrees.

In addition, oil and gas operations are subject to inherent risks, including encountering unexpected formations or pressures, premature declines of reservoirs, blow-outs, sour gas releases, fires, spills, power outages, labour disruptions, inability to obtain suitable or adequate machinery, equipment, or labour. Losses resulting from the occurrence of any of these risks could have a material adverse effect on future results of operations, liquidity, and financial conditions.

Insurance: Our involvement in the exploration for, and development of, oil and gas properties may result in our Company becoming subject to liability for pollution, blow-outs, property damage, personal injury, or other hazards. Although we may obtain insurance in accordance with industry standards to address such risks, such insurance has limitations on liability that may not be sufficient to cover the full extent of such liabilities. In addition, such risks may not, in all circumstances, be insurable or, in certain circumstances, we may elect not to obtain insurance to deal with specific risks due to the high premiums associated with such insurance or other reasons. The payment of such uninsured liabilities would reduce our funds available. The occurrence of a significant event that we are not fully insured against, or the insolvency of the insurer of such event, could have a material adverse effect on our financial position, results of operations or prospects.

Prices, Markets and Marketing of Crude Oil and Natural Gas: Oil and natural gas are commodities whose prices are determined based on world demand, supply, and other factors, all of which are beyond our control. World prices for oil and natural gas have fluctuated widely in recent years. Any material decline in prices could result in a reduction of net production revenue. Certain wells or other projects may become uneconomic as a result of a decline in world oil prices and natural gas prices, leading to a reduction in the volume of our oil and gas reserves. We might also elect not to produce from certain wells at lower prices. All these factors could result in a material decrease in our future net production revenue, causing a reduction in our oil and gas acquisition and development activities.

In addition to establishing markets for our oil and natural gas, we must also successfully market our oil and natural gas to prospective buyers. The marketability and price of oil and natural gas which may be acquired or discovered by our Company will be affected by numerous factors beyond our control. We will be affected by the differential between the price paid by refiners for light quality oil and the grades of any oil we produced. Our ability to market our natural gas may depend upon our ability to acquire space on pipelines which deliver natural gas to commercial markets. We will also likely be affected by deliverability uncertainties related to the proximity of our reserves to pipelines and processing facilities and related to operational problems with such pipelines and facilities and extensive government regulations relating to price, taxes, royalties, land tenure, allowable production, the export of oil and natural gas and many other aspects of the oil and natural gas business. We have limited direct experience in the marketing of oil and natural gas.

Property Defects: Title reports are not title insurance and they do not act as a guarantee of title. Our properties may be subject to prior unregistered agreements, native land claims or transfers which have not been recorded or detected through title research or which have been asserted since the date the research was completed.

Environmental Risks: All phases of the oil and natural gas business present environmental risks and hazards and are subject to environmental regulation pursuant to a variety of international conventions, and federal, provincial, and municipal laws and regulations. Environmental legislation provides for, among other things, restrictions and prohibitions on spills, releases of emissions of various substances produced in association with oil and gas operations.

Environmental legislation also requires that wells and facility sites be operated, maintained, abandoned, and reclaimed to the satisfaction of regulatory authorities. Compliance can require significant expenditures and non-compliance can result in the imposition of significant fines and penalties. Environmental laws could materially increase the costs of exploration, development, or production.

Reserve Replacement: Our future oil and natural gas reserves, production, and cash flows to be derived therefrom are highly dependent on our Company successfully acquiring or discovering new reserves. Without the continual addition of new reserves, any existing reserves we may have at any particular time and the production therefrom will decline over time as existing reserves are exploited. A future increase in our reserves will depend not only on our ability to develop any properties we may have from time to time, but also on our ability to select and acquire suitable producing properties or prospects. There can be no assurance that our future exploration and development efforts will result in the discovery and development of additional commercial accumulations of oil and natural gas.

Need to Manage Growth: We could experience rapid growth in production, revenues, personnel, complexity of administration and in other areas. There can be no assurance that we will be able to manage the impact that future growth could place on our administrative infrastructure, systems, and controls. If we are unable to manage future growth effectively, our business, operating results and financial condition may be materially and adversely affected.

Reliance on Key Personnel / Employees: The Company does not have any Key Personnel or Key Employees nor does the Company carry Key Person insurance.

Conflicts of Interest: Situations may arise where our directors or officers will have a duty to our Company and to another company in respect of the same subject matter. In the event of a conflict of interest, our business could be harmed in any number of ways, including the loss of an opportunity to a competitor.

Permits and Licences: Our operations may require permits and licences from various governmental authorities. There can be no assurance that we will be able to obtain all necessary permits and licences. If we require a permit or licence that we cannot obtain, we could be forced to scale back or curtail our activities and our business could be harmed.

Substantial Capital Requirements and Liquidity: We anticipate that we will make substantial capital expenditures for the acquisition, exploration, development, and production of oil and natural gas reserves in the future. We may have limited ability to secure the capital necessary to undertake or complete these activities. There can be no assurance that debt or equity financing, or cash generated by operations will be available or sufficient to meet these requirements or for other corporate purposes or, if debt or equity financing is available to our Company, that it will be on terms acceptable to us. If we cannot raise capital when we need it, our business could fail.

Availability of Drilling Equipment and Access Restrictions: Oil and natural gas exploration and development activities are dependent on the availability of drilling and related equipment in the particular areas where such activities will be conducted. Demand for such limited equipment or access restrictions may affect the availability of such equipment to our Company and may delay exploration and development activities.

Risks Relating to the Industry

The oil and gas industry is subject to extensive controls and regulations imposed by various levels of government. Outlined below are some of the more significant aspects of the legislation, regulations, and agreements governing the oil and gas industry. All current legislation is a matter of public record, and we are unable to predict what additional legislation or amendments may be enacted.

Potential Profitability of Oil and Gas Ventures Depends upon Factors Beyond our Control:

The potential profitability of oil and gas properties is dependent upon many factors that are beyond our control. For instance, world prices and markets for oil and gas are unpredictable, highly volatile, potentially subject to governmental fixing, pegging, controls, or any combination of these and other factors, and respond to changes in domestic, international, political, social, and economic environments. Additionally, due to worldwide economic uncertainty, the availability and cost of funds for production and other expenses have become increasingly difficult, if not impossible, to project. These changes and events may materially affect our financial performance.

A productive well may become uneconomic or unmarketable in the event water or other deleterious substances are encountered which impair or prevent the production of oil and/or gas from the well. The marketability of oil and gas that we may acquire or discover could be affected by numerous factors beyond our control. These factors include the proximity and capacity of pipelines and processing equipment, market fluctuations of prices, taxes, royalties, land tenure, allowable production, adverse weather conditions, and environmental protection. The extent of these factors cannot be accurately predicted, and the combination of these factors may result in our Company not receiving an adequate return on invested capital.

Competition in the Oil and Gas Industry: We compete for reserve acquisitions, exploration leases, licences and concessions, and skilled industry personnel with other oil and gas companies, many of which have significantly greater technical, financial, and operational resources, and personnel. Our competitors include major integrated oil and natural gas companies and numerous other independent oil and natural gas companies and individual producers and operators.

The oil and gas industry is highly competitive. Our competitors for the acquisition, exploration, production, and development of oil and natural gas properties, and for capital to finance such activities, include companies that have greater financial and personnel resources available to them than our Company.

Certain of our natural gas customers and potential customers may themselves be exploring for oil and natural gas, and the results of these exploration efforts could affect our ability to sell or supply oil and gas to these customers in the future. Our ability to successfully bid on and acquire additional property rights, to discover reserves, to participate in drilling opportunities, and to identify and enter into commercial arrangements with customers will be dependent upon developing and maintaining close working relationships with our industry partners and joint operators and our ability to select and evaluate suitable properties and to consummate transactions in a highly competitive environment.

Fluctuating Price and Demand: The marketability of natural resources that we may acquire or discover may be affected by numerous factors beyond our control. These factors include market fluctuations in oil and gas pricing and demand, the proximity and capacity of natural resource markets and processing equipment, governmental regulations, land tenure, land use, regulation concerning the importing and exporting of oil and natural gas, and environmental protection

regulations. The impact of these factors cannot be accurately predicted, but the combination of these factors could have an adverse impact on our business.

Government Regulation / Administrative Practice: There is no assurance that the laws, regulations, policies, or current administrative practices of any government body, organization, or regulatory agency in Canada or any other applicable jurisdiction will not be changed, applied, or interpreted in a manner which will fundamentally alter our ability to develop, operate, export, or market our products. The actions, policies or regulations, or changes thereto, of any government body or regulatory agency, or other special interest groups, may have a detrimental effect on our Company. Any or all of these situations may have a negative impact on our ability to operate and make a profit.

Uncertainty of Estimates of Reserves

Under applicable regulatory requirements, we will be required to identify and disclose any proved oil and gas reserves, estimated quantities of crude oil, natural gas, and natural gas liquids. This geological and engineering data demonstrates with reasonable certainty the estimated quantities of crude oil, natural gas, and natural gas liquids, which will be recoverable in future years from known reservoirs under existing economic and operating conditions. However, the process of estimating oil and gas reserves is complex, requiring significant decisions and assumptions in the evaluation of available geological, geophysical, engineering, and economic data for each reservoir, and as a result, such estimates are inherently imprecise. Actual future production, oil and gas prices, revenues, taxes, development expenditures, operating expenses, and quantities of recoverable oil and gas reserves may vary substantially from our estimations from year to year. Any significant variance in the assumptions could materially affect the estimated quantities and present values of reserves. For example, a material drop in oil and gas prices, or a material increase in applicable taxes, will require management to reassess whether known reservoirs can continue to be reasonably judged as economically productive from one year to the next. In addition, the reserves may be subject to downward or upward revisions based upon production history, results of future exploration and development, prevailing oil and gas prices, and other factors, many of which are beyond our Company's control. Actual production, revenues, taxes, development expenditures, and operating expenses with respect to the reserves will likely vary from the estimates presented herein, and such variances may be material.

Declining Reserves

In general, production rates from oil and gas properties decline as reserves are depleted. The decline rates depend on reservoir characteristics and vary from steep declines to the relatively slow declines characteristic of long-lived fields in other regions. Should one or more of the above risks materialize or should our underlying assumptions prove incorrect, our actual results may materially differ from our current expectations. Therefore, in evaluating forward-looking statements, readers should specifically consider the various factors that could cause our actual results to materially differ from such forward-looking statements.

Reserves Data and Other Oil and Gas Information

Our independently prepared reserves assessment and evaluation of our oil and gas properties effective December 31, 2022, have been prepared in accordance with mandated National Instrument 51-101 Standards of Disclosure for Oil and Gas Activities of Canadian Securities Administrators. A summary of our reports is available on SEDAR at www.sedar.com.

Outstanding Share Data

Our common shares are listed for trading on the TSXV under the symbol "SKK". We are classified as a Tier 2 issuer on the TSXV.

We had the following securities outstanding as of December 31, 2022 and as of the date of this MD&A:

Class of Shares	Par Value	Number Authorized	Number Issued
Common	Nil	Unlimited	8,626,862
Class A Preference	Nil	Unlimited	Nil

As of December 31, 2022, and as of the date of this MD&A, there are no options, warrants or convertible securities outstanding and no common shares held in escrow.

Additional Information

Additional information relating to our Company is available on SEDAR at www.sedar.com. We also maintain a website at www.strikewellenergy.com.