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**SINTANA ENERGY INC.**  
**CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS**  
**THREE AND NINE MONTHS ENDED SEPTEMBER 30, 2024**  
**(EXPRESSED IN CANADIAN DOLLARS, UNLESS OTHERWISE STATED)**  
**(UNAUDITED)**

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**NOTICE TO READER**

The accompanying unaudited condensed interim consolidated financial statements of Sintana Energy Inc. ("Sintana") have been prepared by, and are the responsibility of, management. The unaudited condensed interim consolidated financial statements have not been reviewed by Sintana's auditors.

# Sintana Energy Inc.

Condensed Interim Consolidated Statements of Financial Position  
(Expressed in Canadian Dollars, Unless Otherwise Stated)  
(Unaudited)

	As at September 30, 2024	As at December 31, 2023
<b>ASSETS</b>		
<b>Current assets</b>		
Cash and cash equivalents	\$ 19,738,219	\$ 4,297,639
Accounts receivable and other assets (note 4)	447,002	316,282
<b>Total current assets</b>	<b>20,185,221</b>	4,613,921
<b>Non-current assets</b>		
Investment in joint venture (note 5)	13,104,910	12,968,596
<b>Total assets</b>	<b>\$ 33,290,131</b>	<b>\$ 17,582,517</b>
<b>SHAREHOLDERS' EQUITY AND LIABILITIES</b>		
<b>Current liabilities</b>		
Accounts payable and accrued liabilities (notes 6 and 14)	\$ 266,987	\$ 322,415
Current income tax payable	13,030	13,030
Deferred compensation (note 14)	1,727,668	2,744,989
Asset retirement obligation	102,312	102,312
<b>Total current liabilities</b>	<b>2,109,997</b>	3,182,746
<b>Non-current liabilities</b>		
Deferred income tax liability	519,440	519,440
<b>Total liabilities</b>	<b>2,629,437</b>	3,702,186
<b>Shareholders' equity</b>	<b>30,660,694</b>	13,880,331
<b>Total shareholders' equity and liabilities</b>	<b>\$ 33,290,131</b>	<b>\$ 17,582,517</b>

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

Nature of operations and going concern (note 1)

Contingency (note 16)

# Sintana Energy Inc.

Condensed Interim Consolidated Statements of Loss and Comprehensive Loss  
(Expressed in Canadian Dollars, Unless Otherwise Stated)  
(Unaudited)

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
<b>Operating expenses</b>				
Costs related to acquisition of an interest in Giraffe (note 3)	\$ (48,772)	\$ -	\$ -	\$ -
Exploration and evaluation expenditures (note 12)	2,800,326	10,683	2,831,826	33,161
Foreign exchange loss (gain)	100,188	91,148	(75,877)	35,265
General and administrative (notes 13 and 14)	1,709,462	639,165	5,675,887	2,184,100
<b>Net loss before gain on accounts payable, interest income and joint venture loss</b>	<b>(4,561,204)</b>	<b>(740,996)</b>	<b>(8,431,836)</b>	<b>(2,252,526)</b>
Gain on accounts payable (note 6)	15,966	23,656	62,815	70,519
Interest income	238,431	56,596	653,063	178,547
Joint venture income (loss) (note 5)	29,034	(41,826)	17,092	(123,200)
<b>Net loss for the period</b>	<b>\$ (4,277,773)</b>	<b>\$ (702,570)</b>	<b>\$ (7,698,866)</b>	<b>\$ (2,126,660)</b>
<b>Net loss attributable to:</b>				
Common shareholders	\$ (4,296,811)	\$ (702,570)	\$ (7,717,904)	\$ (2,126,660)
Non-controlling interest	19,038	-	19,038	-
<b>Net loss for the period</b>	<b>\$ (4,277,773)</b>	<b>\$ (702,570)</b>	<b>\$ (7,698,866)</b>	<b>\$ (2,126,660)</b>
<b>Other comprehensive income (loss)</b>				
<b>Items that will be reclassified subsequently to loss</b>				
Exchange difference on translating foreign operations	\$ 49,697	\$ -	\$ (84,686)	\$ -
<b>Other comprehensive income (loss) for the period</b>	<b>49,697</b>	<b>-</b>	<b>(84,686)</b>	<b>-</b>
<b>Net comprehensive loss for the period</b>	<b>\$ (4,228,076)</b>	<b>\$ (702,570)</b>	<b>\$ (7,783,552)</b>	<b>\$ (2,126,660)</b>
<b>Net comprehensive loss attributable to:</b>				
Common shareholders	\$ (4,247,114)	\$ (702,570)	\$ (7,802,590)	\$ (2,126,660)
Non-controlling interest	19,038	-	19,038	-
<b>Net comprehensive loss for the period</b>	<b>\$ (4,228,076)</b>	<b>\$ (702,570)</b>	<b>\$ (7,783,552)</b>	<b>\$ (2,126,660)</b>
<b>Loss per share - basic and diluted</b> (note 11)	<b>\$ (0.01)</b>	<b>\$ (0.00)</b>	<b>\$ (0.02)</b>	<b>\$ (0.01)</b>
<b>Weighted average number of common shares outstanding - basic and diluted</b> (note 11)	<b>374,092,340</b>	<b>273,764,044</b>	<b>356,237,980</b>	<b>271,218,635</b>

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

## Sintana Energy Inc.

Condensed Interim Consolidated Statements of Cash Flows  
(Expressed in Canadian Dollars, Unless Otherwise Stated)  
(Unaudited)

Nine Months Ended September 30,	2024	2023
<b>Operating activities</b>		
Net loss for the period	\$ (7,698,866)	\$ (2,126,660)
Adjustment for:		
Joint venture loss (note 5)	(17,092)	123,200
Share-based compensation (notes 9 and 10)	2,667,607	810,152
Gain on accounts payable (note 6)	(62,815)	(70,519)
Foreign exchange	(84,815)	-
Non-cash working capital items:		
Accounts receivable and other assets	(130,720)	(231,747)
Accounts payable and accrued liabilities	3,931	(125,336)
Deferred compensation	(1,017,321)	(916,714)
<b>Net cash used in operating activities</b>	<b>(6,340,091)</b>	<b>(2,537,624)</b>
<b>Investing activities</b>		
Additional funding in joint venture (note 5)	(119,222)	(126,724)
Cash acquired from the acquisition of Giraffe (note 3)	300	-
<b>Net cash used in investing activities</b>	<b>(118,922)</b>	<b>(126,724)</b>
<b>Financing activities</b>		
Share issue costs	-	(2,537)
Options exercised (note 9)	105,456	-
Warrants exercised (note 8)	21,794,137	1,140,400
<b>Net cash provided by financing activities</b>	<b>21,899,593</b>	<b>1,137,863</b>
<b>Net change in cash and cash equivalents</b>	<b>15,440,580</b>	<b>(1,526,485)</b>
<b>Cash and cash equivalents, beginning of period</b>	<b>4,297,639</b>	<b>6,335,915</b>
<b>Cash and cash equivalents, end of period</b>	<b>\$ 19,738,219</b>	<b>\$ 4,809,430</b>
Cash	\$ 18,712,697	\$ 2,007,893
Cash equivalents	1,025,522	2,801,537
<b>Total cash and cash equivalents</b>	<b>\$ 19,738,219</b>	<b>\$ 4,809,430</b>

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

## Sintana Energy Inc.

### Condensed Interim Consolidated Statements of Changes in Shareholders' Equity (Expressed in Canadian Dollars, Unless Otherwise Stated) (Unaudited)

	Number of common shares #	Share capital	Warrants	Contributed surplus	Non- controlling interest	Deficit	Other comprehensive loss	Total
<b>Balance, December 31, 2022</b>	<b>269,804,835</b>	<b>\$ 95,592,053</b>	<b>\$ 5,852,939</b>	<b>\$ 6,707,707</b>	<b>\$ -</b>	<b>\$ (93,379,136)</b>	<b>\$ -</b>	<b>\$ 14,773,563</b>
Warrants exercised (note 8(i)(ii))	6,294,333	2,589,644	(1,449,244)	-	-	-	-	1,140,400
Warrants issued (note 8(i))	-	(67,122)	67,122	-	-	-	-	-
Share issue costs	-	(2,537)	-	-	-	-	-	(2,537)
Share-based compensation - stock options (note 9)	-	-	-	490,463	-	-	-	490,463
Share-based compensation - restricted shares (note 10)	-	-	-	319,689	-	-	-	319,689
Net loss and comprehensive loss for the period	-	-	-	-	-	(2,126,660)	-	(2,126,660)
<b>Balance, September 30, 2023</b>	<b>276,099,168</b>	<b>\$ 98,112,038</b>	<b>\$ 4,470,817</b>	<b>\$ 7,517,859</b>	<b>\$ -</b>	<b>\$ (95,505,796)</b>	<b>\$ -</b>	<b>\$ 14,594,918</b>
<b>Balance, December 31, 2023</b>	<b>282,360,668</b>	<b>\$ 99,340,824</b>	<b>\$ 4,371,058</b>	<b>\$ 8,026,429</b>	<b>\$ -</b>	<b>\$ (97,857,980)</b>	<b>\$ -</b>	<b>\$ 13,880,331</b>
Acquisition of non-controlling interest (note 3)	-	-	-	-	(3,285)	-	-	(3,285)
Warrants exercised (note 8(ii))	87,176,546	26,077,669	(4,283,532)	-	-	-	-	21,794,137
Restricted shares vested and converted to common shares (note 7(b)(i))	3,900,000	448,500	-	(448,500)	-	-	-	-
Options exercised (note 9(iii))	716,907	199,758	-	(94,302)	-	-	-	105,456
Warrants expired	-	-	(87,526)	87,526	-	-	-	-
Share-based compensation - stock options (note 9)	-	-	-	1,584,686	-	-	-	1,584,686
Share-based compensation - restricted shares (note 10)	-	-	-	1,082,921	-	-	-	1,082,921
Net loss and comprehensive loss for the period	-	-	-	-	19,038	(7,717,904)	(84,686)	(7,783,552)
<b>Balance, September 30, 2024</b>	<b>374,154,121</b>	<b>\$126,066,751</b>	<b>\$ -</b>	<b>\$ 10,238,760</b>	<b>\$ 15,753</b>	<b>\$ (105,575,884)</b>	<b>\$ (84,686)</b>	<b>\$ 30,660,694</b>

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

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# Sintana Energy Inc.

## Notes to Condensed Interim Consolidated Financial Statements

Three and Nine Months Ended September 30, 2024

(Expressed in Canadian Dollars, Unless Otherwise Stated)

(Unaudited)

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### 1. Nature of operations and going concern

Sintana Energy Inc. ("Sintana" or the "Company") is a Canadian crude oil and natural gas ("hydrocarbons") exploration and development company listed on the TSX Venture Exchange ("TSXV") under the symbol "SEI", and on the OTC market in the United States under the symbol "SEUSF". The primary office of the Company is located at The Canadian Venture Building, 82 Richmond Street East, Toronto, Ontario, Canada, M5C 1P1. Sintana is primarily engaged in hydrocarbons exploration and development activities in Namibia and also holds an interest in Colombia. The Company's exploration strategy is to acquire, explore, develop and produce hydrocarbon reserves. Its primary assets are held through its 49% interest in all of the issued and outstanding shares of Inter Oil (Pty) Ltd. ("Inter Oil") and through its 49% interest in all of the issued and outstanding shares of Giraffe Energy Investments (Pty) Ltd. ("Giraffe"). Inter Oil is a private Namibian company which indirectly holds a strategic portfolio of offshore petroleum exploration licenses ("PEL") including (i) a 15% (Sintana: 7.35%) limited carried interest in PEL 87; and (ii) a 10% (Sintana: 4.9%) limited carried interests in each of PELs 82, 83 and 90. Inter Oil also holds a 30% (Sintana: 14.7%) interest in a subsidiary which, in turn, holds a 90% interest in onshore PEL 103. Giraffe holds a 33% limited carried interest in PEL 79 which governs Namibia offshore blocks 2815 and 2915. In addition, Sintana holds private participation interests of 25% unconventional (carried) and 100% conventional in the potential hydrocarbon resources of the 43,158 acres Valle Medio Magdalena 37 ("VMM-37") Block in Colombia.

Sintana is at an early stage of development and as is common with similar exploration companies, it raises financing for its property acquisition and exploration activities. Sintana has not incurred any operating income in the current and prior years. For the nine months ended September 30, 2024, the Company incurred a loss of \$7,698,866 (nine months ended September 30, 2023 - \$2,126,660) and had an accumulated deficit of \$105,575,884 (December 31, 2023 - \$97,857,980). Sintana had working capital of \$18,075,224 at September 30, 2024 (December 31, 2023 - \$1,431,175).

These unaudited condensed interim consolidated financial statements have been prepared on a basis which contemplates that the Company will continue in operation for the foreseeable future and will be able to realize its assets and discharge its liabilities in the normal course of business. Accordingly, they do not give effect to adjustments that would be necessary should the Company be unable to continue as a going concern. The certainty of funding future exploration expenditures and availability of additional financing sources cannot be assured at this time. These material uncertainties may cast significant doubt on the Company's ability to continue as a going concern and, accordingly, the ultimate use of accounting principles applicable to a going concern. The Company's ability to continue as a going concern is dependent upon obtaining additional financing and eventually achieving profitable production. These unaudited condensed interim consolidated financial statements do not reflect any adjustments to the carrying values of assets and liabilities and the reported expenses and statement of financial position classifications that would be necessary should the going concern assumption be inappropriate.

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# Sintana Energy Inc.

## Notes to Condensed Interim Consolidated Financial Statements

Three and Nine Months Ended September 30, 2024

(Expressed in Canadian Dollars, Unless Otherwise Stated)

(Unaudited)

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### 2. Material accounting policies

#### Statement of compliance

The Company applies International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"). These unaudited condensed interim consolidated financial statements have been prepared in accordance with International Accounting Standard 34, Interim Financial Reporting. Accordingly, they do not include all of the information required for full annual financial statements prepared in accordance with IFRS as issued by the IASB.

The policies applied in these unaudited condensed interim consolidated financial statements are based on IFRSs issued and outstanding as of November 29, 2024, the date the Board of Directors approved these unaudited condensed interim consolidated financial statements. The same accounting policies and methods of computation are followed in these unaudited condensed interim consolidated financial statements as compared with the most recent annual audited consolidated financial statements as at and for the year ended December 31, 2023, except as noted below. Any subsequent changes to IFRS that are given effect in the Company's annual audited consolidated financial statements for the year ending December 31, 2024 could result in restatement of these unaudited condensed interim consolidated financial statements.

#### **Non-controlling interest**

Non-controlling interest represents the minority shareholders' interest in the Company's less than wholly-owned subsidiary. On initial recognition, non-controlling interest is measured at its proportionate share of the acquisition-date fair value of identifiable net assets of the related subsidiary acquired by the Company. Subsequent to the acquisition date, adjustments are made to the carrying amount of non-controlling interest for the minority shareholders' share of changes to the subsidiary's equity. Changes in the Company's ownership interest that do not result in a loss of control are accounted for as equity transactions. In such circumstances, the carrying amounts of the controlling and non-controlling interests shall be adjusted to reflect the changes in their relative interests in the subsidiary. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received shall be recognized directly in equity and attributed to the owners of the parent.

### 3. Acquisition of Giraffe

On April 24, 2024, the Company entered into a definitive agreement with Crown Energy (Pty) Ltd. ("Crown"), a private Namibian company, providing for the acquisition (the "Acquisition") by the Company from Crown of up to 67% of the issued and outstanding shares of Giraffe. Giraffe holds a 33% limited carried interest in PEL 79 which governs Namibia offshore blocks 2815 and 2915. The Acquisition is structured as an initial purchase of 49% of the issued and outstanding shares of Giraffe from Crown for cash consideration of US\$2,000,000, with the Company being granted an option to increase its ownership up to an aggregate 67% interest in Giraffe over a period of five years for an additional cash payment at the time of exercise of US\$1,000,000.

On June 10, 2024, the Company announced that it had completed the Acquisition of the initial 49% interest in Giraffe. The consideration for the Acquisition consisted of a cash payment of \$2,737,200 (US\$2,000,000).

Although the Company only owned approximately 49% of Giraffe and less than half of its voting power, management determined that the Company controlled the entity. The Company controlled Giraffe, on a de facto power basis, because the option to increase ownership from 49% to 67% is exercisable immediately, without any significant legal, procedural, or financial barriers, making it a substantive potential voting right. When combined with Sintana's existing 49% ownership, the exercisability of the option provides Sintana with the current ability to direct Giraffe's relevant activities, including the approval of exploration budgets, capital expenditures, and operational strategies for PEL 79. Furthermore, the requirement for 100% unanimous approval of fundamental decisions, will not preclude Sintana from directing the relevant activities, even upon exercising the additional 18% option. Management has determined that this requirement grants Crown a protective right rather than limiting Sintana's ability to exercise control over the relevant activities of Giraffe.

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## Sintana Energy Inc.

### Notes to Condensed Interim Consolidated Financial Statements

Three and Nine Months Ended September 30, 2024

(Expressed in Canadian Dollars, Unless Otherwise Stated)

(Unaudited)

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#### 3. Acquisition of Giraffe (continued)

The Acquisition did not meet the definition of a business combination under IFRS 3, Business Combination. Accordingly, the acquisition was accounted for as an asset acquisition. The Company recorded a total of \$2,789,127 in exploration and evaluation expenditures to the unaudited condensed interim consolidated statement of loss and comprehensive loss which is the excess of the consideration paid over the fair value of the identifiable net assets.

The following table summarizes the fair value of the purchase price and the allocation to net assets acquired:

#### Purchase Price Consideration

Cash payment	\$ 2,737,200
Costs related to the Acquisition	48,772
	<b>\$ 2,785,972</b>

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#### Net Assets Acquired (Fair Value)

<u>Statement of financial position</u>	
Cash and cash equivalents	\$ 300
Accounts payable and other liabilities	(6,740)
Non-controlling interest on acquisition	3,285
<u>Statement of loss and comprehensive loss</u>	
Exploration and evaluation expenditures	2,789,127
<b>Total</b>	<b>\$ 2,785,972</b>

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As at the Acquisition date, unrelated parties owed 51% in the net liabilities of Giraffe:

Total net liabilities on the date of acquisition	\$ (6,440)
% of equity held	51 %
<b>Total value of non-controlling interest on acquisition</b>	<b>\$ (3,285)</b>

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#### 4. Accounts receivable and other assets

	As at September 30, 2024	As at December 31, 2023
Accounts receivable	\$ 92,349	\$ 257,457
Prepays and other advances	354,653	58,825
	<b>\$ 447,002</b>	<b>\$ 316,282</b>

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## Sintana Energy Inc.

### Notes to Condensed Interim Consolidated Financial Statements

Three and Nine Months Ended September 30, 2024

(Expressed in Canadian Dollars, Unless Otherwise Stated)

(Unaudited)

#### 5. Investment in joint ventures

<b>Balance, December 31, 2023</b>	<b>\$ 12,968,596</b>
Additional funding in joint venture	119,222
Sintana's 49% share of Inter Oil's net income for the period ended September 30, 2024	17,092
<b>Balance, September 30, 2024</b>	<b>\$ 13,104,910</b>

#### 6. Accounts payable and accrued liabilities

Accounts payable and accrued liabilities of the Company are principally comprised of amounts outstanding relating to general operating and administrative activities and a dormant arbitration of disputed joint venture cash calls:

	As at September 30, 2024	As at December 31, 2023
Accounts payable	\$ 31,576	\$ 94,274
Accrued liabilities	235,411	228,141
	<b>\$ 266,987</b>	<b>\$ 322,415</b>

The following is an aged analysis of accounts payable and accrued liabilities:

	As at September 30, 2024	As at December 31, 2023
Less than 1 month	\$ 238,644	\$ 212,135
1 to 3 months	-	48,570
Greater than 3 months	28,343	61,710
	<b>\$ 266,987</b>	<b>\$ 322,415</b>

A provision related to the dispute (refer to note 16) is included in accounts payable and accrued liabilities. The Company assesses the probability each year for the likelihood of payment of the alleged liability. Management estimates that the probability of paying the alleged liability will decrease by 15% of the original accrued amount each year.

During the three and nine months ended ended September 30, 2024, the Company recorded a gain on accounts payable of \$15,966 (US\$11,666) and \$62,815 (US\$46,658), respectively (three and nine months ended September 30, 2023 - \$23,656 (US\$17,496) and \$70,519 (US\$52,488), respectively) in the unaudited condensed interim consolidated statements of loss and comprehensive loss related to the decrease in the probability of the provision being paid.

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## Sintana Energy Inc.

### Notes to Condensed Interim Consolidated Financial Statements

Three and Nine Months Ended September 30, 2024

(Expressed in Canadian Dollars, Unless Otherwise Stated)

(Unaudited)

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#### 7. Share capital

##### a) Authorized share capital:

At September 30, 2024, the authorized share capital consisted of an unlimited number of common shares.

The common shares do not have a par value. All issued shares are fully paid.

##### b) Common shares issued:

At September 30, 2024, the issued share capital amounted to \$126,066,751. The change in issued share capital for the periods presented was as follows:

	Number of common shares	Amount
<b>Balance, December 31, 2022</b>	<b>269,804,835</b>	<b>\$ 95,592,053</b>
Warrants exercised (note 8(i)(ii))	6,294,333	2,589,644
Warrants issued (note 8(i))	-	(67,122)
Share issued costs	-	(2,537)
<b>Balance, September 30, 2023</b>	<b>276,099,168</b>	<b>\$ 98,112,038</b>

	Number of common shares	Amount
<b>Balance, December 31, 2023</b>	<b>282,360,668</b>	<b>\$ 99,340,824</b>
Warrants exercised (note 8(ii))	87,176,546	26,077,669
Restricted share units vested and converted to common shares (i)	3,900,000	448,500
Exercise of options (note 9(iii))	716,907	199,758
<b>Balance, September 30, 2024</b>	<b>374,154,121</b>	<b>\$126,066,751</b>

(i) During the nine months ended September 30, 2024, 3,900,000 restricted share units ("RSUs") vested and were converted to common shares with a value of \$448,500. Refer to note 10.

## Sintana Energy Inc.

### Notes to Condensed Interim Consolidated Financial Statements

Three and Nine Months Ended September 30, 2024

(Expressed in Canadian Dollars, Unless Otherwise Stated)

(Unaudited)

#### 8. Warrants

The following table reflects the continuity of warrants for the periods presented:

	Number of warrants	Weighted average exercise price
<b>Balance, December 31, 2022</b>	<b>92,881,833</b>	<b>\$ 0.25</b>
Warrants exercised (i)(ii)	(6,294,333)	0.18
Warrants issued (i)	4,331,833	0.25
<b>Balance, September 30, 2023</b>	<b>90,919,333</b>	<b>\$ 0.25</b>
<b>Balance, December 31, 2023</b>	<b>88,957,833</b>	<b>\$ 0.25</b>
Warrants exercised (ii)	(87,176,546)	0.25
Warrants expired	(1,781,287)	0.25
<b>Balance, September 30, 2024</b>	<b>-</b>	<b>\$ -</b>

(i) During the nine months ended September 30, 2023, 1,000,000 broker warrants were exercised for \$0.15 per broker unit. Each broker warrant entitled the holder to one common share and one purchase warrant at a price of \$0.25. The fair value of the 1,000,000 additional warrants issued was estimated at \$20,969 using the Black-Scholes option valuation model with the following assumptions: volatility - 91%, risk-free interest rate - 4.28%, expected unit life - 0.76 year and dividend yield - nil%.

In addition, 3,331,833 broker warrants were exercised for \$0.15 per broker unit. Each broker warrant entitled the holder to one common share and one purchase warrant at a price of \$0.25. The fair value of the 3,331,833 additional warrants issued was estimated at \$46,153 using the Black-Scholes option valuation model with the following assumptions: volatility - 84%, risk-free interest rate - 4.62%, expected unit life - 0.58 year and dividend yield - nil%.

There were no warrants outstanding as at September 30, 2024.

(ii) During the nine months ended September 30, 2024, 87,176,546 warrants were exercised for cash proceeds of \$21,794,137 (nine months ended September 30, 2023 - 6,294,333 warrants were exercised for cash proceeds of \$1,140,400) and the related grant date fair value of the warrants of \$4,283,532 (nine months ended September 30, 2023 - \$1,449,244) was reclassified from warrants to share capital.

## Sintana Energy Inc.

### Notes to Condensed Interim Consolidated Financial Statements

Three and Nine Months Ended September 30, 2024

(Expressed in Canadian Dollars, Unless Otherwise Stated)

(Unaudited)

#### 9. Stock options

The following table reflects the continuity of stock options for the periods presented:

	Number of stock options outstanding	Weighted average exercise price
<b>Balance, December 31, 2022 and September 30, 2023</b>	<b>22,625,000</b>	<b>\$ 0.13</b>
<b>Balance, December 31, 2023</b>	<b>23,625,000</b>	<b>\$ 0.17</b>
Granted (i)	1,650,000	1.08
Exercised (iii)	(716,907)	0.15
<b>Balance, September 30, 2024</b>	<b>24,558,093</b>	<b>\$ 0.23</b>

(i) On May 1, 2024, the Company granted a total of 1,650,000 stock options to certain directors and officers of the Company. The options have an exercise price of \$1.08 and expire on May 1, 2034. Vesting of the stock options is as follows: one-third on day of grant, one-third after one year and one-third after two years. The fair value of each option was estimated on the date of grant using the Black-Scholes option pricing model with the following assumptions: expected dividend yield of 0%; expected volatility of 131%; risk-free interest rate of 3.76%; and an expected average life of 10 years. The options were valued at \$1,726,714.

(ii) Share-based compensation includes \$417,414 and \$1,584,686, respectively (three and nine months ended September 30, 2023 - \$134,514 and \$490,463, respectively) relating to stock options granted in current and previous years in accordance with their respective vesting terms, during the three and nine months ended September 30, 2024.

(iii) During the nine months ended September 30, 2024, 716,907 stock options were exercised for cash proceeds of \$105,456 (nine months ended September 30, 2023 - nil stock options were exercised for cash proceeds of \$nil) and the related grant date fair value of the stock options of \$94,302 (nine months ended September 30, 2023 - \$nil) was reclassified from contributed surplus to share capital. The average share price on the exercise of stock options for the nine months ended September 30, 2024 was \$1.20 (nine months ended September 30, 2023 - \$nil).

The following table reflects the actual stock options issued and outstanding as of September 30, 2024:

Expiry date	Exercise price	Weighted average remaining contractual life (years)	Number of options outstanding	Number of options vested (exercisable)	Number of options unvested
January 30, 2025	\$0.145	0.33	1,550,000	1,550,000	-
December 18, 2025	\$0.100	1.22	2,100,000	2,100,000	-
March 24, 2027	\$0.165	2.48	7,608,092	7,608,092	-
December 16, 2032	\$0.110	8.22	6,366,667	4,233,333	2,133,334
December 19, 2033	\$0.270	9.22	5,283,334	1,750,001	3,533,333
May 1, 2034	\$1.080	9.59	1,650,000	550,000	1,100,000
		<b>5.65</b>	<b>24,558,093</b>	<b>17,791,426</b>	<b>6,766,667</b>

# Sintana Energy Inc.

## Notes to Condensed Interim Consolidated Financial Statements

Three and Nine Months Ended September 30, 2024

(Expressed in Canadian Dollars, Unless Otherwise Stated)

(Unaudited)

### 10. RSUs

The grant date fair value of RSUs equals the fair market value of the corresponding shares at the grant date. The fair value of these equity-settled awards is recognized as compensation expense with a corresponding increase in contributed surplus. The total amount expensed is recognized over the vesting period, which is the period over which all specified vesting conditions must be satisfied before RSUs are earned and therefore convertible. RSUs are converted into common shares when vested.

On May 1, 2024, the Company granted a total of 2,400,000 RSUs to certain directors and officers of the Company. The RSUs will vest on May 1, 2025.

During the three and nine months ended September 30, 2024, nil and 3,900,000 RSUs, respectively (three and nine months ended September 30, 2023 - nil) vested and were converted to common shares with a value of \$nil and \$448,500, respectively (three and nine months ended September 30, 2023 - \$nil).

The compensation portion of RSUs granted in the current and prior years and vested during the three and nine months ended September 30, 2024, amounted to \$653,327 and \$1,082,921, respectively (three and nine months ended September 30, 2023 - \$107,734 and \$319,689, respectively).

As of September 30, 2024, there were 2,400,000 RSUs outstanding (December 31, 2023 - 3,900,000 RSUs).

### 11. Net loss per share

The calculation of basic and diluted loss per share for the three and nine months ended September 30, 2024 was based on the loss attributable to common shareholders of \$4,277,773 and \$7,698,866, respectively (three and nine months ended September 30, 2023 - loss of \$702,570 and \$2,126,660, respectively) and the weighted average number of common shares outstanding of 374,092,340 and 356,237,980, respectively (three and nine months ended September 30, 2023 - 273,764,044 and 271,218,635, respectively). Diluted loss per share did not include the effect of options, warrants and RSUs for the three and nine months ended September 30, 2024 and 2023 as they were anti-dilutive.

### 12. Exploration and evaluation expenditures

	Three Months Ended		Nine Months Ended	
	September 30,		September 30,	
	2024	2023	2024	2023
<b>Magdalena Basin, Colombia</b>				
Administrative and general	\$ 8,623	\$ 8,403	\$ 27,348	\$ 26,584
Professional fees	2,576	2,280	7,808	6,577
	\$ 11,199	\$ 10,683	\$ 35,156	\$ 33,161
<b>Namibia</b>				
Consulting fees	\$ -	\$ -	\$ 4,361	\$ -
Acquisition of 49% in Giraffe (note 3)	2,789,127	-	2,789,127	-
	\$ 2,789,127	\$ -	\$ 2,793,488	\$ -
<b>Duvernay formation, Alberta</b>				
Other	\$ -	\$ -	\$ 3,182	\$ -
	\$ 2,800,326	\$ 10,683	\$ 2,831,826	\$ 33,161

# Sintana Energy Inc.

## Notes to Condensed Interim Consolidated Financial Statements

Three and Nine Months Ended September 30, 2024

(Expressed in Canadian Dollars, Unless Otherwise Stated)

(Unaudited)

### 13. General and administrative

	Three Months Ended		Nine Months Ended	
	September 30,		September 30,	
	2024	2023	2024	2023
Share-based compensation (notes 9, 10 and 14)	\$ 1,070,741	\$ 242,248	\$ 2,667,607	\$ 810,152
Salaries and benefits (note 14)	277,289	251,294	1,961,625	671,987
Professional fees (note 14)	188,175	76,507	392,590	342,262
Investor relations	94,010	55,909	349,521	218,124
Travel expenses	55,050	10,773	194,545	46,560
Administrative and general	17,928	2,434	62,177	47,620
Reporting issuer costs	6,269	-	47,822	47,395
	\$ 1,709,462	\$ 639,165	\$ 5,675,887	\$ 2,184,100

### 14. Related party transactions and balances

Related parties include the Board of Directors, officers, close family members and enterprises that are controlled by these individuals as well as certain persons performing similar functions.

The below noted transactions occurred in the normal course of business and are measured initially at fair value and approved by the Board of Directors in strict adherence to conflict of interest laws and regulations.

(a) Remuneration of directors and key management personnel (officers) of the Company was as follows:

	Three Months Ended		Nine Months Ended	
	September 30,		September 30,	
	2024	2023	2024	2023
Salaries and benefits <sup>(1)(3)</sup>	\$ 265,232	\$ 177,253	\$ 1,729,850	\$ 533,183
Share-based compensation <sup>(2)</sup>	\$ 1,072,006	\$ 222,223	\$ 2,592,204	\$ 691,257

(1) Salaries and benefits include director fees. Balances for deferred compensation due to directors and key management personnel of \$1,727,668 are included in deferred compensation as at September 30, 2024 (December 31, 2023 - \$2,744,989) and include the retiring allowance payable to Lee A. Pettigrew (refer to note 14(a)<sup>(3)</sup>).

(2) Share-based compensation is recorded under general and administrative.

(3) Effective as of July 31, 2016, the employment by the Company of Lee A. Pettigrew, former Vice President - Canadian Operations, ceased. Pursuant to his employment agreement, Mr. Pettigrew was entitled to 12 months base salary as a retiring allowance plus accumulated deferred compensation. As at September 30, 2024, he was owed \$nil (US\$nil) (December 31, 2023 - \$118,484 (US\$89,584)) and this amount is reported as deferred compensation.

(b) The Company has entered into the following transactions with related parties:

During the three and nine months ended September 30, 2024, the Company paid professional fees and disbursements totaling \$16,070 and \$55,545, respectively (three and nine months ended September 30, 2023 - \$16,499 and \$62,286, respectively) to Marrelli Support Services Inc., and certain of its affiliates, together known as the "Marrelli Group", for: (i) Carmelo Marrelli, beneficial owner of the Marrelli Group, to act as the CFO of the Company, (ii) regulatory filing services, and (iii) press release services. At September 30, 2024, the Marrelli Group was owed \$5,844 (December 31, 2023 - \$27,524) and these amounts were included in accounts payable and accrued liabilities.

# Sintana Energy Inc.

## Notes to Condensed Interim Consolidated Financial Statements

Three and Nine Months Ended September 30, 2024

(Expressed in Canadian Dollars, Unless Otherwise Stated)

(Unaudited)

### 15. Segmented information

The Company's operations comprise a single reporting operating segment engaged in oil and natural gas exploration and development in Colombia and Namibia. The Company has administrative offices in Toronto, Canada; and Dallas, Texas. Segmented information on a geographic basis is as follows:

<b>September 30, 2024</b>	<b>Canada</b>	<b>United States</b>	<b>Colombia</b>	<b>Namibia</b>	<b>Total</b>
Cash and cash equivalents	\$ 19,038,614	\$ 650,551	\$ 1,495	\$ 47,559	\$ 19,738,219
Accounts receivable and other assets	303,424	142,008	-	1,570	447,002
Intangible asset - License	-	-	-	-	-
Investment in joint venture	-	-	-	13,104,910	13,104,910
<b>Total assets</b>	<b>\$ 19,342,038</b>	<b>\$ 792,559</b>	<b>\$ 1,495</b>	<b>\$ 13,154,039</b>	<b>\$ 33,290,131</b>
Accounts payable and accrued liabilities	\$ 151,041	\$ 93,143	\$ 4,522	\$ 18,281	\$ 266,987
Current income tax payable	13,030	-	-	-	13,030
Deferred compensation	-	1,727,668	-	-	1,727,668
Asset retirement obligation	102,312	-	-	-	102,312
Deferred income tax liability	519,440	-	-	-	519,440
<b>Total liabilities</b>	<b>\$ 785,823</b>	<b>\$ 1,820,811</b>	<b>\$ 4,522</b>	<b>\$ 18,281</b>	<b>\$ 2,629,437</b>

### Three Months Ended

<b>September 30, 2024</b>	<b>Canada</b>	<b>United States</b>	<b>Colombia</b>	<b>Namibia</b>	<b>Total</b>
Exploration and evaluation expenditures \$	-	\$ -	\$ 11,199	\$ 2,789,127	\$ 2,800,326
General and administrative	1,296,926	369,456	-	43,080	1,709,462
Costs related to acquisition of an interest in Giraffe	(48,772)	-	-	-	(48,772)
Foreign exchange loss	67,269	-	-	32,919	100,188
Gain on accounts payable	(15,966)	-	-	-	(15,966)
Interest income	(238,431)	-	-	-	(238,431)
Joint venture income	-	-	-	(29,034)	(29,034)
<b>Net loss</b>	<b>\$ 1,061,026</b>	<b>\$ 369,456</b>	<b>\$ 11,199</b>	<b>\$ 2,836,092</b>	<b>\$ 4,277,773</b>

### Nine Months Ended

<b>September 30, 2024</b>	<b>Canada</b>	<b>United States</b>	<b>Colombia</b>	<b>Namibia</b>	<b>Total</b>
Exploration and evaluation expenditures \$	3,182	\$ -	\$ 35,156	\$ 2,793,488	\$ 2,831,826
General and administrative	3,375,000	2,257,807	-	43,080	5,675,887
Foreign exchange (gain) loss	(108,796)	-	-	32,919	(75,877)
Gain on accounts payable	(62,815)	-	-	-	(62,815)
Interest income	(653,063)	-	-	-	(653,063)
Joint venture income	-	-	-	(17,092)	(17,092)
<b>Net loss</b>	<b>\$ 2,553,508</b>	<b>\$ 2,257,807</b>	<b>\$ 35,156</b>	<b>\$ 2,852,395</b>	<b>\$ 7,698,866</b>

## Sintana Energy Inc.

### Notes to Condensed Interim Consolidated Financial Statements

Three and Nine Months Ended September 30, 2024

(Expressed in Canadian Dollars, Unless Otherwise Stated)

(Unaudited)

#### 15. Segmented information (continued)

December 31, 2023	Canada	United States	Colombia	Namibia	Total
Cash and cash equivalents	\$ 4,074,494	\$ 222,704	\$ 441	\$ -	\$ 4,297,639
Accounts receivable and other assets	158,343	157,939	-	-	316,282
Investment in joint venture	12,968,596	-	-	-	12,968,596
<b>Total assets</b>	<b>\$ 17,201,433</b>	<b>\$ 380,643</b>	<b>\$ 441</b>	<b>\$ -</b>	<b>\$ 17,582,517</b>
Accounts payable and accrued liabilities	\$ 289,014	\$ 28,970	\$ 4,431	\$ -	\$ 322,415
Current income tax payable	13,030	-	-	-	13,030
Deferred compensation	118,484	2,626,505	-	-	2,744,989
Asset retirement obligation	102,312	-	-	-	102,312
Deferred income tax liability	519,440	-	-	-	519,440
<b>Total liabilities</b>	<b>\$ 1,042,280</b>	<b>\$ 2,655,475</b>	<b>\$ 4,431</b>	<b>\$ -</b>	<b>\$ 3,702,186</b>

Three Months Ended September 30, 2023	Canada	United States	Colombia	Namibia	Total
Exploration and evaluation expenditures	\$ -	\$ -	\$ 10,683	\$ -	\$ 10,683
General and administrative	384,572	254,593	-	-	639,165
Foreign exchange (gain) loss	(48,861)	139,705	304	-	91,148
Gain on accounts payable	(23,656)	-	-	-	(23,656)
Interest income	(56,596)	-	-	-	(56,596)
Joint venture loss	41,826	-	-	-	41,826
<b>Net loss</b>	<b>\$ 297,285</b>	<b>\$ 394,298</b>	<b>\$ 10,987</b>	<b>\$ -</b>	<b>\$ 702,570</b>

Nine Months Ended September 30, 2023	Canada	United States	Colombia	Namibia	Total
Exploration and evaluation expenditures	\$ -	\$ -	\$ 33,161	\$ -	\$ 33,161
General and administrative	1,432,285	751,815	-	-	2,184,100
Foreign exchange loss (gain)	38,842	(5,054)	1,477	-	35,265
Gain on accounts payable	(70,519)	-	-	-	(70,519)
Interest income	(178,547)	-	-	-	(178,547)
Joint venture loss	123,200	-	-	-	123,200
<b>Net loss</b>	<b>\$ 1,345,261</b>	<b>\$ 746,761</b>	<b>\$ 34,638</b>	<b>\$ -</b>	<b>\$ 2,126,660</b>

#### 16. Contingency

##### Farmout Agreement Arbitration

On March 20, 2015, the Operator advised the Company that it had exercised its right to terminate the Farmout Agreement for each of two Middle Magdalena Valley Blocks in Colombia. The Company concurred in writing that the Farmout Agreements had terminated. The Operator also contended that it had the right to recover certain historical costs with which the Company disagrees. Management is currently evaluating this matter and, together with legal counsel and other experts, assessing its potential options and alternatives with respect to these costs. Refer to note 6.