PENTANOVA ENERGY CORP.

MANAGEMENT'S DISCUSSION AND ANALYSIS
FOR THE THREE AND SIX MONTHS ENDED JUNE 30, 2018

The following is management's discussion and analysis ("MD&A") of the operating and financial results of PentaNova Energy Corp. ("PentaNova") for the three and six months ended June 30, 2018, as well as information and expectations concerning PentaNova's outlook based on currently available information.

This MD&A should be read in conjunction with PentaNova's interim condensed consolidated financial statements for the three and six months ended June 30, 2018 as well as the audited annual consolidated financial statements for the year ended December 31, 2017 (collectively, the "Financial Statements") prepared in accordance with IFRS (as defined below), together with the accompanying notes.

This MD&A contains forward-looking information about our current expectations, estimates, projections and assumptions. See the reader advisory for information on the risk factors that could cause actual results to differ materially and the assumptions underlying our forward-looking information. Additional information on the Company, its financial statements, this MD&A and other factors that could affect PentaNova's operations and financial results are included in reports on file with Canadian securities regulatory authorities and may be accessed through the SEDAR website (www.sedar.com).

All dollar values are expressed in US dollars, unless otherwise indicated, and are prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standard Board ("IASB").

This MD&A is prepared as of August 23, 2018.

CORPORATE OVERVIEW AND UPDATE

PentaNova Energy Corp. is an oil and gas company incorporated in Canada, which formerly operated under the name PMI Resources Ltd. ("PMI"). PentaNova's common shares are listed on the TSX Venture Exchange ("TSX-V") under the symbol "PNO".

On April 4, 2017, the Company completed a transaction (the "Transaction") whereby PMI acquired all of the outstanding shares of PentaNova Energy Corp., a private corporation registered under the laws of the territory of the British Virgin Islands ("PentaNova BVI") with oil and gas assets in the country of Colombia. The Transaction constituted a reverse asset acquisition in accordance with IFRS, whereby the shareholders of PentaNova BVI took control of PMI. Following the completion of the Transaction, the Company changed its name from PMI Resources Ltd. to PentaNova Energy Corp. on June 2, 2017. References within this MD&A to the "Company" for periods, dates and/or transactions prior to the Transaction are in reference to PentaNova BVI, as the corporate entity of interest pre-Transaction. Alternatively, references within this MD&A to the "Company" for periods, dates and/or transactions subsequent to the Transaction are in reference to PentaNova, as the corporate entity of interest post-Transaction. The comparative periods reflected in this MD&A are those of PentaNova BVI.

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On July 27, 2018 the Company announced that the Board of Directors has approved a name change to "CruzSur Energy Corp." and a consolidation of its issued and outstanding share capital on the basis of one new common share for ten outstanding common shares, subject to TSX Venture Exchange approval. As a result, the outstanding common shares of the Company will be reduced to approximately 24,220,160 common shares, subject to adjustment for fractional shares. The share consolidation will also apply to common shares issuable upon the exercise of the Company's outstanding stock options and warrants.

PentaNova is engaged in the acquisition, exploration, development, and exploitation of oil and natural gas assets in South America, particularly in the countries of Colombia and Argentina. The Company's current asset portfolio is comprised of one appraisal and two exploration natural gas assets in Colombia and three heavy oil, one light oil and one natural gas asset in Argentina.

Reverse Takeover Transaction

On April 4, 2017, the Company completed the acquisition of PentaNova BVI pursuant to a merger agreement whereby the Company acquired all of the issued and outstanding shares of PentaNova BVI, being 161,641,560 common shares, in consideration for shares of the Company (then being known as PMI) on a one-for-one basis. PentaNova BVI also had 1,968,000 warrants outstanding which were exchanged for 1,968,000 warrants of the Company with an exercise price of $0.50 Canadian Dollars ("C$") per share and an expiry date of January 31, 2019. An additional 1,600,000 shares of the Company were issued as an advisory fee for the Transaction.

Due to the completion of this Transaction, PMI's 9,561,000 subscription receipts that were issued prior to the Transaction by way of a non-brokered private placement that closed in January 2017 (see "Private Placements") were converted into 9,561,000 shares of the Company and the associated funds of $3,565,143 (C$4,780,500) were released from escrow. After this share issuance, PMI had a total of 19,473,289 common shares outstanding.

The Company (then being PMI) did not meet the definition of a "business" under IFRS guidelines, thus causing the Transaction to be treated as a reverse asset acquisition rather than a business combination, with PMI's main attribute being its public listing. Under this premise, as consideration for 100% of the outstanding shares of PMI by way of reverse acquisition, PentaNova issued 19,473,289 shares on a one for one basis to the shareholders of PMI. These shares were assigned a value of $0.37 (C$0.50) per share, the value of the recent financing realized through private placements, for total consideration of $7,252,621.

Private Placements

In January 2017, the Company completed a non-brokered private placement issuing 47,641,560 common shares for gross proceeds of $18,306,778 (C$23,820,780) and closed a brokered private placement issuing 32,800,000 common shares for gross proceeds of $12,603,751 (C$16,400,000). This resulted in the Company having 161,641,560 common shares issued and outstanding as at March 31, 2017. In addition, PMI closed a non-brokered financing through the issuance of 9,561,000 subscription receipts of PMI for gross proceeds of $3,565,143 (C$4,780,500).

In August 2017, the Company completed a non-brokered private placement issuing 20,625,000 subscription receipts at $0.64 (C$0.80) per subscription receipt for proceeds of $12,688,106 (C$15,869,000), net of issuance costs. Each subscription receipt was automatically exchanged into a unit (the "Units") of the Company, concurrently with closing of the acquisition of the outstanding shares of Patagonia Oil Corp. Each Unit consisted of one common share and one share purchase warrant exercisable into one additional common share at a price of C$1.05 per share until July 31, 2022.

In conjunction with the private placement, 35,625,000 additional Units were issued as consideration for the purchase of various Argentine oil and gas assets, as outlined below. This equated to $22,800,000 (C$28,875,000) in consideration paid. A further 2,283,750 shares were also issued as payment for finders fees in relation to the aforementioned acquisitions in Argentina.

Management and Director Appointments

In February 2018, the Company's Board of Directors made several key senior management appointments, which are as follows:

- The Company appointed Dr. Ralph Gillcrist as Chief Executive Officer & President. Dr. Gillcrist was also appointed to the Board of Directors
- Alan Aitchison was appointed as Chief Operating Officer
- Rafael Orunesu was appointed as Vice President, Business Development and Country Manager, Argentina

In conjunction with these new management appointments, Mr. Gregg Vernon resigned as President, and has been appointed as Vice President, Assets. Mr. Warren Levy resigned as President, Argentina Operations and Mr. Luciano Biondi resigned as Chief Executive Officer of the Company. Estimated severance amounts to be paid are approximately $0.5 million. In addition, Mr. Serafino Iacono stepped down as Executive Chairman of the Company. Mr. Jeffrey Scott was appointed as non-executive Chairman.

In July 2018, the Board of Directors was reorganized with the resignations of Mr. Serafino Iacono, Mr. Francisco Sole, Mr. Hernan Martinez and Mr. Jaime Perez Branger, who all joined the Board of Directors in 2017. Following their departure, the Company's Board of Directors comprises of Frank Giustra, Jeffrey Scott, Ralph Gillcrist and Gordon Keep.

ACQUISITIONS

Colombia

Maria Conchita Block (Bochica)

In January 2017, the Company executed a definitive agreement with third party sellers for the acquisition of an 80% beneficial working interest and operatorship of the Maria Conchita Block (the "Maria Conchita Acquisition") under the Exploration and Production ("E&P") Contract with the National Hydrocarbon Agency (the "ANH"). This acquisition was completed through the purchase of all of the issued and outstanding shares of the corporation Bochica Investment Holdings Ltd. ("Bochica") and certain other subsidiaries. The Company acquired the 40% beneficial working interest currently held by the sellers as

well as the rights to acquire the other 60% beneficial working interest, as specified below. Under the definitive agreement, the Company agreed to the following terms:

a) pay cash consideration of $1 million to the sellers as a condition of the definitive agreement. Of the $1 million, $0.75 million was paid in 2017. Subsequent to 2017, $0.24 million was paid to the seller and the remaining is pending resolution with certain members of the selling party.
b) retention by the sellers of a 20% retained beneficial working interest and carry the sellers' beneficial interest for costs incurred for the drilling of three new wells, the re-entry and workover of two existing wells, the construction and provision of a gas pipeline and connecting flowlines to connect production to the Colombian transportation network, and the construction and provision of a gas plant to process the gas produced in the block to commercial conditions.
c) pay consideration of $1.5 million to the sellers to be paid out of the Company's portion of net operating revenue generated from future commercial production on the Maria Conchita Block.
d) assumption of all rights and obligations under the Master Sales and Purchase Agreement ("MSPA") with the Turkish Petroleum International Company ("TPIC "), whereby the seller was to acquire 100% working beneficial interest and operatorship in the Maria Conchita Block E&P Contract. The remaining obligations assumed by the Company under the MSPA included:

    i. present a letter of credit in favor of TPIC for $9.0 million as security for the performance of the first well under the MSPA.
    ii. acquire the TPIC 51% beneficial working interest and operatorship for $2.0. This amount was paid in the six months ended June 30, 2018.
    iii. acquire the 9% beneficial working interest and net profit interest held in in the Maria Conchita Block from another third party contractual partner in the block for $0.5 million This working interest was acquired and consideration was paid in full in 2017.
    iv. pay to TPIC certain operational expenses in the amount of $0.7 million. This amount was paid in 2017.
    v. acknowledge and comply with the existing overriding royalty agreements previously executed between TPIC, the seller, and other existing third party partners in the Maria Conchita Block E&P Contract.

In February 2017, after direct negotiations with TPIC, the Company agreed to the deposit of $1.75 million in escrow to secure against any penalty imposed by the ANH if current phase commitments under the E&P Contract of the Maria Conchita Block are not fulfilled. These funds were deposited in escrow by the Company.

Amendment to MSPA

In October 2017, an amendment to the MSPA was completed between the Company and TPIC that outlines the following changes to the original terms of the MSPA:

a) the formalization of the terms of the aforementioned $1.75 million deposit into escrow to secure against any penalty imposed by the ANH for current phase commitment. These funds will be released back to the Company when 1) the first well is drilled to fulfill current phase commitments and a second well is commenced, or 2) the Company obtains operator status of the Maria Conchita

Block under the E&P Contract with the ANH. However, this deposit was subsequently released back to the Company in March 2018, as described further below.

b) the replacement of the aforementioned letter of credit for $9.0 million with the deposit of $9.0 million into escrow that will directly fund the drilling of the first well under the MSPA, which will fulfill the current phase commitment. This amount was deposited into escrow during 2017. However, the majority of the balance of the account was released back to the Company in March 2018, as described further below.
c) the reduction of $0.6 million of payable amounts owed by one of Bochica's subsidiaries to TPIC prior to the acquisition of Bochica by the Company relating to past operations on the Maria Conchita Block.
d) the establishment of one of the Company's subsidiaries as the contractor that will procure and coordinate services necessary for the drilling of the first well under the MSPA.

In February 2018, the ANH approved the transfer of operatorship of the Maria Conchita block from TPIC to one of the subsidiaries of the Company. As a result, the aforementioned $1.75 million deposit in escrow held as a performance guarantee and the balance of the $9.0 million deposit in escrow to fund the drilling of the first well (less a balance of $0.6 million maintained in escrow while formalization of the transfer is completed) were released back to the Company in March 2018. As of June 30, 2018, a balance of $0.1 million remains in escrow, which is classified as restricted cash.

SN-9 Block

In January 2017, the Company acquired an 80% beneficial working interest and operatorship of the SN-9 Block under the E&P Contract with the ANH (the "SN-9 Acquisition") from Clean Energy Resources ("Clean") and Desarrolladora Oleum. The Company agreed to the following terms with the sellers:

a) pay cash consideration of $2.5 million to the sellers within the first six months following the execution of the definitive agreement, which was paid to the seller in 2017.
b) reimburse $4 million of past costs to one of the sellers to be paid out of the Company's portion of net operating revenue generated from future commercial production on the SN-9 Block.
c) pay consideration of $2.5 million to one of sellers to also be paid out of the Company's portion of net operating revenue generated from future commercial production on the SN-9 Block.
d) grant an overriding royalty interest of 5% on the Company's net beneficial interest to the sellers on future commercial production on the SN-9 Block.

SN-9 Strategic Farm-out

In October 2017, PentaNova and AOG entered into a Letter of Intent outlining the terms and conditions for the Farm-in by AOG on PentaNova´s beneficial working interest held in the SN-9 block, wherein AOG would farm-in for half of the Company´s 80% beneficial working interest. In April 2018, an Assignment Agreement between AOG and Latam Oil and Gas Corp. ("Latam") was signed and approved by PentaNova, wherein the two companies agreed to assign all rights and obligations as outlined in the LOI to Latam. The LOI was then reassigned to Latam's 100% owned subsidiary, Panacol Oil and Gas ("Panacol").

In June 2018, PentaNova and Panacol executed the SN-9 Farm-out Agreement, formalizing the terms of the farm-out from the Letter of Intent. Per the terms of the Farm-out Agreement, Panacol was to replace

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the $2.4 million guarantee required by the ANH license, which was completed in 2017 after the execution of the Letter of Intent and will be reimbursed to Panacol upon Panacol's fulfillment of their commitments under the Farm-out Agreement and when the guarantee is released by the ANH. Furthermore, Panacol would fully fund the Company's commitments for Phase I of the SN-9 Exploration and Production Contract for the amount of $22.3 million. Assignment of working interests for both parties would be subject to approval from the National Hydrocarbon Agency of Colombia. Under the terms of the Farm-out Agreement, Panacol would recover 50% of the funds invested from 70% of the proceeds of the Company's net production. Further capital commitments beyond the $22.3 million would be assumed proportionally by the partners. Additionally, the past costs due to the Sellers that are to be paid out of the Company's portion of net operating revenue would be split, with PentaNova paying half and Panacol paying the other half. The remaining 20% working interest on the block is held by other third-party partners.

As closing conditions to the Farm-out Agreement, within 30 days following the signing Panacol was required to place $3.0 million in escrow to fund near-term activities. In addition, Panacol was required to provide a standby letter of credit for $3.0 million to guarantee further payments into the escrow account and pay approximately $0.5 million in past costs. Despite a number of extensions, Panacol were unable to raise the funds required to be placed in escrow account nor for the standby letter of credit. In August 2018, the Company terminated the SN-9 Farm-out Agreement. As a result of Panacol's failure to close, the $2.4 million funds in guarantee shall remain in place until the commitments have been completed to the satisfaction of the ANH.

SN-9 Dispute

On August 9, 2018 the Company received a letter from Clean, as one of the original sellers of the SN-9 Block who currently hold a 3.4% beneficial interest in the block, alleging breach of certain clauses in the Purchase and Sales Agreement. PentaNova has refuted these claims and is pursuing all necessary actions to vigorously defend the Company and protect its legitimate title to its 80% beneficial working interest in the SN-9 Block.

Tiburon Block

In February 2017, the Company acquired a 60% beneficial working interest and operatorship of the Tiburon Block under the E&P Contract with the ANH (the "Tiburon Acquisition") from Colpan Oil & Gas Ltda.("Colpan") The Company agreed to the following terms with the seller:

a) pay cash consideration of $0.25 million to the seller following the execution of the definitive agreement. This amount was paid to the seller in 2017.
b) Upon commencement of commercial production, pay consideration of $8.54 million out of the Company's portion of net operating revenue on the Tiburon Block.
c) pay a success fee to the seller of $1.5 million upon reaching proven reserves of gas of 800 bcf and pay an additional $1.5 million for each increment of 500 bcf of proven reserves of natural gas beyond the initial 800 bcf of proven reserves that are assessed over the life of the E&P Contract. These reserves will be based on independent reserves reports by a qualified reserves evaluator, the first of which will be prepared within six months from first commercial production within the Tiburon Block.

Tiburon Dispute

On August 9, 2018 the Company received a letter from Colpan, as the original seller of the Tiburon Block who currently hold a 40% beneficial interest in the block, alleging breach of certain clauses in the Purchase and Sales Agreement. PentaNova has refuted these claims and is pursuing all necessary actions to vigorously defend the Company and protect its legitimate title to its 80% beneficial working interest in the SN-9 Block.

Argentina

Patagonia Oil Corp.

In August 2017, the Company successfully closed on the acquisition of Patagonia Oil Corp. ("Patagonia"), a corporation registered in the territory of the British Virgin Islands and subsidiary of Blue Pacific Assets Corp., by way of a plan of arrangement. Pursuant to the plan of arrangement, the Company has acquired all of the issued and outstanding shares in the capital of Patagonia by (i) paying $10,000 to Blue Pacific Assets Corp. (the seller), (ii) reimbursing all documented reasonable expenses incurred by Patagonia in connection with the negotiations of the acquisition of oil and gas assets in Argentina; and (iii) assuming all liabilities and obligations of Patagonia in connection with the Argentina oil and gas assets acquisition.

In conjunction with the acquisition of Patagonia, 1,065,000 shares were issued as payment for success fees. These shares were issued to third parties with common management and/or directors with the Company.

In connection with the acquisition of Patagonia, a certain director of the Company (who resigned as a director subsequent to June 30, 2018) is also a director and shareholder with a controlling interest in Blue Pacific Assets Corp.

Prior to Patagonia being acquired by the Company, Patagonia had successfully entered into binding agreements to acquire certain exploration, development and producing oil and gas assets in Argentina, as described below.

Alianza Petrolera Argentina S.A.

In August 2017, the Company's subsidiary, Patagonia, closed on the acquisition of Alianza Petrolera Argentina S.A. ("Alianza") for specified consideration of $25.3 million, which included the assumption of $5.0 million in unpaid cash calls as represented to be owed to YPF S.A. (the "YPF Cash Calls"), the operator, in relation to Alianza's non-operated participating interest in the Llancanelo Asset (hereinafter referred to as the "Alianza Acquisition"). Patagonia agreed to the following terms with the seller:

a) Pay $1 million in cash consideration upon execution of the definitive agreement, which was paid by the Company in 2017.
b) Pay $2 million in cash consideration at the closing of the definitive agreement, which was released to the seller in 2017.
c) Assumption of the balance of the YPF Cash Calls, which has been represented to be $5.0 million. This amount is included in "Cash calls assumed on acquisition."

d) Pay $5.0 million in cash consideration at closing of the definitive agreement, to be adjusted accordingly based on the final assessed balance of the YPF Cash Calls, wherein the cash payment will be reduced or increased by any balance of the YPF Cash Calls that is greater than or less than $5.0 million, respectively. This amount was paid to the seller in 2017.
e) Issue 11,406,250 Units of the Company at a subscription price of C$0.80 that total to consideration of $7.3 million. Each Unit was comprised of one common share of PentaNova and one warrant to purchase one common share of PentaNova at a purchase price of C$1.05 until expiry on July 31, 2022. These Units were issued to the seller in 2017.
f) Pay $0.5 million in cash consideration within thirty days following the closing of the definitive agreement, pending determination and finalization of purchase price adjustments. These purchase price adjustments are still pending final agreement between the parties.
g) Pay $4.5 million in cash consideration within four months following the closing of the definitive agreement, subject to any deductions or withholdings in connection with this transaction. Payment of this consideration is still pending final agreement between the parties.

By way of the Alianza Acquisition, the Company acquired a 29% participating interest in the Llancanelo Asset as well as an 18% carried participating interest in the Estancia La Mariposa, Lomita de la Costa and Cerro Mangrullo Assets, all as defined further below.

Costs related to this transaction were comprised of finders fees, paid through the issuance of 468,750 shares with an associated value of $187,500, to advisors that assisted in the identification and communication of the potential transaction and negotiations of the terms with the seller.

Argentina Assets

In October 2017, the Company's subsidiary, Patagonia, closed on the previously-executed definitive agreement with Roch S.A., the seller, for the acquisition of certain oil and gas assets for total consideration of $10.5 million (the "Roch Acquisition"), before purchase price adjustments the finalization of which are ongoing with the seller. Patagonia agreed to the following final terms with Roch S.A.:

a) Pay $2 million in cash consideration upon completion of certain conditions by the seller, which was paid by the Company in 2017.
b) Assume $3 million in unpaid cash calls relating to operations on the Llancanelo Asset, with any amounts exceeding $3 million in unpaid cash calls to become the responsibility of Roch S.A. and compensated to Patagonia through the deduction of any outstanding payments owed on the Roch Acquisition, up to a maximum of $0.5 million. This amount is included in "Cash calls assumed on acquisition" as of December 31, 2017.
c) Issue 7,812,500 Units of the Company at a subscription price of $0.64 (C$0.80) that total to consideration of $5.0 million. Each unit is comprised of one common share of PentaNova and one warrant to purchase one common share of PentaNova at a purchase price of C$1.05 until expiry on July 31, 2022. The Units were issued to the seller in 2017.
d) Pay $0.5 million in cash consideration upon the successful transfer of the Sur Río Deseado Este Production Asset and the Sur Río Deseado Este Exploration Asset. This amount was unpaid as of June 30, 2018 pending purchase price adjustments described below.

By way of the Roch Acquisition, the Company acquired a 10% participating interest in the Llancanelo Asset. The Company also acquires a 54.14% participating interest in the Sur Río Deseado Este Production Asset, and a 7.92% participating interest in the Sur Río Deseado Este Exploration Asset, all as defined further below.

Preliminary purchase price adjustments of $0.5 million have been recognized in relation to operating results of the participating interests acquired in the Llancanelo Asset and the Sur Rio Deseado Este Production Asset between the effective date and closing date of this acquisition, eliminating the remaining $0.5 million in cash consideration still owed as of June 30, 2018. A further $0.3 million has been recognized as a receivable owed to the Company as of June 30, 2018 for unpaid cash calls in excess of the $3.0 million balance to be assumed by the Company.

KM8 Asset and Operator

In October 2017, the Company's subsidiary, Patagonia, closed on the previously-executed definitive agreements for the acquisition of rights and operatorship of the KM8 Asset for total consideration of $12.5 million (the "KM8 Acquisition"), before purchase price adjustments with the seller. Patagonia agreed to the following terms with the sellers:

a) Acknowledgement of advanced cash payments of $0.9 million made to the sellers by Patagonia as part of the consideration price.
b) Pay $0.3 million in cash consideration within two business days following the finalization of the definitive agreement, which was paid by the Company in 2017.
c) Issue 16,406,250 Units of the Company at a subscription price of $0.64 (C$0.80) that total to a consideration of $10.5 million. Each unit will be comprised of one common share of PentaNova and one warrant to purchase one common share of PentaNova at a purchase price of C$1.05 until expiry on July 31, 2022. The Units were issued to the seller in 2017.
d) Pay $0.8 million in cash consideration after the closing of the definitive agreement, which was paid by the Company in 2017.

By way of the KM8 Acquisition, the Company acquired 100% of the participating interest of the KM8 Asset, as defined further below, and ownership of the operator entity of the KM8 Asset, San Jorge Oil & Gas Inc., pending fulfillment of certain conditions. As of June 30, 2018, the seller agreed to reimburse $0.3 million due to excessive working capital deficiencies existing as at the closing of the KM8 Acquisition.

YPF Farm-in Agreement

In November 2017, the Company's subsidiary, Patagonia, finalized negotiations for the farm-in on an additional 11% working interest in the Llancanelo Asset from YPF S.A. (the "YPF Farm-In"). Beyond the initial payment made of $0.5 million the farm-in agreement required the Company to make an additional $2.5 million cash payment as well as to propose and finance a work program for $54 million over three years (the "Work Program"). At the conclusion of the $54 million work program, the Company would be required to make a further lump sum payment of $10 million to YPF to complete the terms of the farm-in. The agreement would also see the formation of a joint technical team to operate the Llancanelo field, while YPF would remain the operator of record.

Under the terms of the YPF Farm-In, the Company had until June 22, 2018 to fulfill the following terms:

a) Pay an additional $2.5 million cash payment beyond the initial $0.5 million payment already made. This amount has been included in accounts payable as of March 31, 2018, which must be paid before June 22, 2018 under the terms of the farm-in agreement.
b) Provide YPF security over payment of consideration of $2.7 million in the form of a bank guarantee or a deposit in an escrow account.
c) Agree upon the details of a work program for $54 million over three years that the Company is to fully finance.

As of the deadline of June 22, 2018, the Company had not fulfilled the conditions outlined above. In August 2018, the Company received formal notification from YPF advising that the YPF Farm-In was being terminated due to the Company's inability to fulfill the conditions precedent to the Farm-In Agreement.

Relinquishment of Llancanelo Asset

In August 2018, the Company's wholly-owned subsidiary Alianza recently received formal notification from YPF advising that, pursuant to the provisions of the governing agreement of the Llancanelo joint venture project ("JV"), Alianza is to immediately withdraw from its 39% working interest in the Llancanelo Asset in favor of YPF on account of failure to pay outstanding cash call balances currently owed by Alianza to the JV. YPF requested Alianza's cooperation in making the necessary filings and obtaining the relevant governmental approvals necessary for the transfer of the working interest to YPF. Finally, YPF advised that the exercise of their right to assume Alianza's working interest does not preclude its right to pursue payment of the outstanding cash call balances, currently estimated to be approximately $8 million plus interest, as well as to seek damages caused to YPF as a result of Alianza's non-compliance.

Alianza also received notification from YPF acknowledging the termination of the Llancanelo Farm-In Agreement ("FIA") due to non-satisfaction of conditions precedent to closing by the long stop date. As a consequence, Alianza will not earn the 11% working interest resulting from the FIA. YPF requested that the parties should reverse the effects of all acts performed by them under the FIA and requested Alianza's cooperation in making the necessary filings and obtaining the relevant governmental approvals necessary to that end. YPF also reserved the right to claim damages caused to YPF as a result of Alianza's non-compliance. Furthermore, the $2.5 million cash payment that was to be paid as part of the YPF Farm-In is still owed by the Company per the terms of the Farm-In Agreement.

PentaNova is continuing its discussions with YPF to negotiate a mutually agreeable settlement that, while allowing a satisfactory exit from the Llancanelo Asset and termination of the FIA, shall protect its value and Alianza's rights under the JV.

OIL AND NATURAL GAS PROPERTIES AND OUTLOOK

Colombia

As described above, PentaNova entered into (i) a share purchase agreement to acquire an 80% working interest in the Maria Conchita Block, (ii) a binding agreement of purchase and sale to acquire an 80%

working interest in the SN-9 Block and (iii) a binding agreement to acquire a 60% working interest in the Tiburon Block. Below is a detailed description of each block:

Maria Conchita Block (80% working interest)

The Maria Conchita Block covers an area of approximately 60,076 acres in the Department of Guajira, Colombia. The E&P Contract for the Maria Conchita Block (the "Maria Conchita E&P Contract") is a contract for the exploration and production of conventional hydrocarbons in the Maria Conchita area, dated January 22, 2009 and entered into between the ANH and a consortium formed by TPIC, and Multiservicios RJT S.A.S. In July 2010, the ANH approved the assignment of 40% of TPIC's participating interest in the E&P Contract to MKMS Enerji AS. In January 2017, the Company carried out the Maria Conchita Acquisition, as outlined previously, through which the Company acquired 80% participating interest and operatorship of the Maria Conchita Block. In February 2018, the Company's subsidiary was approved as operator of the Maria Conchita Block by the ANH.

The Maria Conchita E&P Contract has an initial exploration term consisting of 6 one-year exploration phases, that are followed by a 24-year production period from the date when commerciality is declared. Exploration phases may be longer as a result of extensions and/or temporary suspensions by the ANH following satisfaction of certain requirements set out in the Maria Conchita E&P Contract. The exploration term is divided into one preliminary phase (Phase 0) and six primary phases. Phase 0 had a term of six months intended to identify Colombian ethnic communities within the area of influence of the Maria Conchita E&P Contract and to carry out and complete mandatory consultations in respect of the project with such communities. Exploration Phases 1 to 6 of the Maria Conchita E&P Contract are divided as follows: (i) Phase 1 with a term of 18 months that has a work obligation of acquiring, processing and interpreting 120 km^2 of 3-D seismic; (ii) Phases 2 to 5 each with a term of 12 months and work obligation of drilling one exploration well; and (iii) Phase 6 with a term of 6 months and a work obligation of one exploration well. Each phase includes minimum working obligations as well as compliance with other contractual and regulatory requirements. The Maria Conchita E&P Contract is currently in Exploration Phase 2, for which the Company was granted an extension until September 10th, 2018 in order to complete the Phase 2 exploratory commitment of one A3 exploratory well. This phase commitment will be fulfilled with the drilling of the Istanbul-1 well, which is discussed hereafter.

There have been two wells drilled by Texaco (Aruchara-1 in 1980 and Aruchara-2 in 1982), and two wells drilled by Ecopetrol (Almirante-1 in 1988 and Tinka-1 in 1988). The Aruchara-1 well tested gas in the Upper and Middle Miocene. The Tinka-1 Well tested gas in the Upper Miocene. 3-D seismic has been acquired over both discoveries, and the Environmental Impact Assessment permit has been granted. Maria Conchita is close to both of Colombia's gas trunk lines. The Maria Conchita Block neighbors the Chuchupa Block to its north, which is one of Colombia's largest gas fields with an initial 900 MMBoe in place and currently accounts for approximately 40% of Colombia's daily natural gas output. The Chuchupa Block has been under production for over 35 years, and it is currently operated by Chevron in association with Ecopetrol, S.A.

The Company commenced drilling of the Istanbul-1 well on February 27, 2018 and reached a total depth of 8,740 feet measured depth ("MD") on March 21st. When drilling through the Jimol formation indications of gas were seen and open hole logs, run between March 21st and March 24th revealed 88.5 feet of low resistivity, potential gas bearing sands with good reservoir properties.

Based on the interpretation of the open hole logs and mud log, 12 separate intervals covering a total thickness of 62.4 feet were selected and perforated for testing. Six of the perforated intervals were shot over an upper sand package at depths of between 7,912 feet MD and 8,122 feet MD, while the remaining perforations targeted a lower sand package at depths of between 8,429 feet MD and 8,608 feet MD.

From April 6 to April 10, 2018, the well was tested with gas and water produced to surface. The well was cleaned up for 33 hours and, although steady state conditions were never achieved, the well was flowed through the test separator for a period of 7 hours at an average rate of 350,000 cubic feet of gas per day and 2,100 barrels of water per day with an average salinity of 18,200 ppm chlorides. After 14 hours flowing, the accumulated water in the well was impeding the gas flow. A production log ("PLT") was subsequently run, confirming that the majority of water and gas production was coming from four zones with 26 feet of perforations in the upper sand package. The PLT also confirmed that the other potential gas bearing zones (eight zones with 36.4 feet of perforations) were not contributing materially to the observed flow, being impeded by the weight of the water column in the wellbore, which severely limited the ability to achieve sufficient drawdown to initiate gas flow from these zones.

Given the PLT results, which indicate that eight potential gas zones were not properly flow tested, the Company is evaluating the option to secure a workover rig and/or coiled tubing, with the intent of isolating the water producing intervals and to flow test the other potential gas bearing zones independently.

SN-9 Block (80% working interest)

The SN-9 Block is located in the Lower Magdalena Valley, 75 km from Colombia’s Caribbean coast. The SN-9 Block has 730 km of 2-D seismic. The Hechizo well was drilled on the block by Ecopetrol in 1992 and tested gas in the Cienaga de Oro formation at a depth of approximately 4,250 ft.

The SN-9 Block, which covers an area of approximately 311,353 acres in the Department of Cordoba, Colombia, is close to the cities of Monteria and Sincelejo and is 75 km south of the Caribbean coast. It has a term of a 6-year exploration period, divided in two phase of three years each and which may be subject to extension by agreement of the parties and satisfaction of certain requirements set out in the E&P Contract, followed with a 24-year production period from the date when commerciality is declared.

The E&P Contract for the SN-9 Block (the "SN-9 E&P Contract"), dated October 8, 2014, was entered into between the Colombian National Hydrocarbons Agency, an agency of the Colombian Government managing and regulating the hydrocarbons sector in Colombia ("ANH"), and Clean Energy Resources S.A.S., a Colombian corporation ("Clean Energy").

The SN-9 E&P Contract provides for an exploration term divided into three phases (0, 1 and 2). The first exploration phase (Phase 0) was for one year and was intended to identify Colombian indigenous communities within the area of influence of the E&P Contract and to carry out and complete mandatory consultations of the intended activities with such communities. Phase 1 of the SN-9 E&P Contract is for 3 years and includes a minimum work obligation of acquiring 200 km of 2-D seismic and drilling one exploration well, and Phase 2 is for three years with a minimum work obligation of acquiring 100 km^2 of 3-D seismic and drilling 2 exploration wells. Currently, the SN-9 E&P Contract is in Exploration Phase 1.

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The Company has now terminated the prior consultations with the indigenous population required to acquire seismic and has received bids for the seismic acquisition and seismic quality control, which are currently being evaluated. The Company has also received bids for the Environmental Impact Study required to apply for the global drilling license which it expects to start in September.

The SN-9 Block is adjacent to blocks held by Canacol Energy Ltd. The area has excellent infrastructure with good roads and access to the northern gas trunk line.

Tiburon Block (60% working interest)

The Tiburon Block currently covers an area of approximately 245,850 acres in the Department of La Guajira, Colombia. The E&P Contract for the Tiburon Block (the "Tiburon E&P Contract") is a contract for the exploration and production of conventional hydrocarbons, dated June 14, 2006 and entered into between the ANH and Omimex de Colombia Ltd., a Company incorporated under the laws of the United States of America, which later was re-domiciled to the Cayman Islands and changed its name to Colpan Oil & Gas Ltd. ("Colpan").

The Tiburon E&P Contract initially provided for an exploration period divided into six phases of twelve months each. The Tiburon E&P Contract is currently in Phase 3 of the exploration period with an existing minimum work obligation to acquire, process, and interpret 200 km of 2D seismic, which can be replaced with a minimum work obligation to acquire, process, and interpret 69.75 km^2 of 3D seismic. The phase commitment is currently suspended due to "Force Majeure and Third-Party Acts".

Argentina

Llancanelo Exploitation Asset (39% working interest)

As of the end of October 2017, the Company held a 39% participating interest in the Llancanelo Asset as follows: 29% participating interest through the Alianza Acquisition, 10% participating interest through the Roch Acquisition. that was assigned to the Company's subsidiary, Alianza.

The Llancanelo Asset is situated at the northern edge of the Neuquén Basin in the province of Mendoza, 37 km south of the city of Malargüe and covers approximately 23,700 acres. The Llancanelo field was discovered by YPF in 1937 after drilling two exploratory wells that tested heavy oil in Tertiary reservoirs. In 1965, a discovery well was drilled into the Cretaceous Neuquén Group. Since 2010, YPF has drilled 29 horizontal wells, 4 pilot wells, and 1 vertical well. In the second quarter of 2018, the field had average production of 1,157 boe/d (gross) of heavy oil (12 deg API) from 32 wells and has a cumulative production of 2.8 mmbbls.

As previously mentioned, the Company has been notified by YPF that Alianza is to immediately relinquish its 39% working interest in the Llancanelo Asset in favor of YPF on account of failure to pay outstanding cash call balances currently owed by Alianza to the JV.

KM8 Asset (100% working interest)

The KM8 Asset is located immediately north of the city of Comodoro Rivadavia in the Province of Chubut. The block covers 4,585 acres and has two productive zones. Shallow drilling activity began in 1915 and continued until the late 1960's, with 671 wells in the Salamanca formation, with cumulative estimated production of 28.3 mmbbl. From 1970 until 1997, 58 deeper wells were drilled, with cumulative production of 9.5 mmbbl. In total, production has averaged approximately 1,032 boe/d throughout the history of the area. Today there are 7 wells producing. The field is ready for reactivation and the development of deeper producing formations. Adjacent areas have been the focus of recent drilling activity by YPF. The KM8 Asset includes areas defined as "San Jorge", "Sol de Mayo", "German Burmeister" and "George Stephenson", with surface land property rights over approximately 990 acres within the area and certain infrastructure and equipment related to such properties. The field produced for 78 days in the first half of 2018 at an average rate of 35 boe/d.

Sur Río Deseado Este Production Asset (54.14% working interest)

The Sur Río Deseado Este area is located in the Santa Cruz province (Golfo San Jorge Basin) in the Southern Flank of the San Jorge Basin. The Sur Río Deseado Este Production area covers approximately 12,000 acres and includes three heavy oil fields (Estación Tehuelches, La Frieda and La Frieda Oeste). The oil production is from a depth of approximately 2,800 ft.

Sur Río Deseado Este Exploration Area (7.92% working interest)

The Sur Río Deseado Este Exploration Area neighbors the Sur Río Deseado Este Production area and includes the right to exploit and carry out complementary exploration for hydrocarbons located in a concession with an area of 63,000 acres. Three wells have been drilled in the area. The Punta Bauza-1 well was drilled in 1993 by Bridas to a depth of 4,100 ft, which tested heavy oil and gas. The two other wells, PBX-1001 and EPaX.X-1, were drilled by Quintana in 2013 and also tested heavy oil. The wells were drilled to a depth of 3,820 ft and 4,100 ft, respectively.

Estancia La Mariposa, Lomita de la Costa and Cerro Mangrullo (18% carried interest)

Patagonia acquired an 18% carried interest in the Estancia La Mariposa, Lomita de la Costa and Cerro Mangrullo Assets (collectively, the “Mariposa Asset”) through the Alianza Acquisition. The 3 blocks are located in the province of Santa Cruz and constitute a fully carried working interest in a gas prone area in the center of the San Jorge basin in the Santa Cruz province and that generated over US$1.5 million in revenue in 2016. Estancia La Mariposa covers 6,910 acres, Lomita de la Costa covers 2,525 acres, and Cerro Mangrullo covers 12,360 acres. The exploitation permits were granted in 2008. Current production comes from the Estancia La Mariposa Asset and is predominantly gas.

OPERATIONS UPDATE

Production

Production figures below represent PentaNova’s net working interest in each of the blocks, before applicable royalties. As at June 30, 2018, the Company’s operating results reflect a 39% working interest

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ownership in Llancanelo, a 100% working interest ownership in the KM8 block and a 54.14% working interest ownership in SRDE. Production from the Estancia La Mariposa Asset is not included within the figures below given the Company only retains a carried interest in this particular asset, receiving funds for net revenue distributed from the operator of the concession to the Company.

Total Production Volumes (boe)	Q2 2018	Q2 2017	Q1 2018	Q4 2017	Q3 2017
Llancanelo	41,057	-	43,287	40,672	22,419
KM8	2,730	-	555	4,012	-
SRDE	1,445	-	1,537	-	-
Inventory movements	(3,930)	-	(2,092)	(4,012)	-
Total sales	**41,303**	**-**	**43,287**	**40,672**	**22,419**
Average Production Volumes (boe/d)					
Llancanelo	451	-	481	452	368
KM8	35	-	50	44	-
SRDE	16	-	17	-	-
Average Production Volumes (boe/d)	**502**	**-**	**548**	**496**	**368**

Llancanelo

During the second quarter of 2018, the Llancanelo concession produced a total of 41,057 net boe (105,302 gross boe) compared to 43,827 net boe (111,024 gross boe) in the first quarter of 2018, representing roughly a 5% decrease in production. This equated to average daily production of 451 net boe/d in the second quarter of 2018 compared to 481 net boe/d in the first quarter of 2018. The reduction in production can be attributed to scheduled maintenance that required certain wells on the concession to be shut-in during the maintenance period.

The Llancanelo net production recorded for Q3 2017 is for the 29% working interest held during this time period. Subsequent to the closing of the Roch acquisition on October 27, 2017, which included an additional 10% working interest in Llancanelo, the Company’s Llancanelo net production increased to a 39% working interest. All production attributed to Llancanelo was sold in the month that it was produced, resulting in no crude oil inventory at the end of the reporting period.

In July 2018, the Company was notified by YPF that, under the terms of the governing agreement of the Llancanelo concession, oil production pertaining to the Company’s participating interest in the concession will be retained by YPF, with sales of such oil production, net of operating costs and royalties, being credited towards the Company's outstanding cash call balances. On this basis, the Company's percentage of production for June 2018 was retained by YPF. Sale of that production, as well as related operating costs and royalties have been recognized for the month of June, with the net profit being recognized as a reduction towards outstanding cash call balances owed to YPF on Llancanelo operations.

KM8

During the six months ended June 30, 2018, the KM8 concession produced a total of 2,730 boe. This equated to average daily production of 35 boe/d, based on the 78 days during the period in which the concession produced. The crude oil production attributed to KM8 during the period was held in inventory at the end of the period. The Company was unable to realize the sale of their production due to third party midstream constraints.

SRDE

During the three months ended June 30, 2018, the SRDE concession produced a total of 1,445 boe. This equated to average daily production of 16 boe/d. During this period the Company was able to realize sales of 1,544 boe, which represented a portion of production attributed to the three months ended June 30, 2018 and the crude oil inventory accumulated from the date of acquisition of December 29, 2017. The remaining crude oil production attributed to SRDE during the period was held in inventory at the end of the period.

Llancanelo Revenue and Royalties

USD $	Q2 2018	Q2 2017	Q1 2018	Q4 2017	Q3 2017
Llancanelo oil revenues before royalties [1]	2,189,946	-	2,270,243	1,904,186	930,576
Royalties [3]				-	
Government royalties	(371,542)	-	(343,071)	(282,653)	(140,927)
Turnover tax	(64,126)	-	(66,187)	(68,938)	(35,910)
Overriding royalties	(36,207)	-	(37,220)	(31,051)	(15,075)
Petroleum and natural gas revenues after royalties	**1,718,071**	**-**	**1,521,543**	**1,521,543**	**738,665**
$/boe realized sales price	**54.29**	**-**	**52.45**	**46.82**	**41.51**
$/boe total royalties	**(11.49)**	**-**	**(10.31)**	**(9.41)**	**(8.56)**
$/boe on PentaNova production after royalties	**42.80**	**-**	**42.13**	**37.41**	**32.95**

1) In January 2017, at the request of the Government, an agreement to converge the Medanito and Escalante oil prices with international Brent pricing over the coming months (the "Pricing Agreement") was signed by a majority of producers and refiners in Argentina. Under the terms of the Pricing Agreement, local refiners paid $59.40/boe for Medanito crude oil and $48.30/boe for Escalante crude oil in January 2017 and the prices gradually decreased every month until they reached $55 per boe and $47/boe, respectively, in July 2017. Prices in effect in July 2017 were to be applicable until the December 31, 2017 expiry date of the Pricing Agreement, unless (1) the Brent price fell below $45/boe for ten consecutive days or (2) the Argentinian peso depreciated more than 20%, in which case the Pricing Agreement was to be renegotiated. Further, the Pricing Agreement provided that should the Brent price remain higher than the monthly Medanito floor price less $1.00 for ten consecutive days, the Pricing Agreement would be suspended and the Brent price would be adopted.

In October 2017, the Government suspended the Pricing Agreement and adopted the Brent price. Under the Revised Pricing Agreement (the "Revised Agreement"), the Company receives a selling price that is equal to the benchmark Brent price per boe, less approximately $13/boe.

In MAY 2018, the Argentine government enacted a two-month freeze for June and July 2018 on gasoline prices and, concurrently, set the price of domestic crude at $68/boe (about $10/boe below the global Brent crude price) to mitigate the impact of freezing fuel prices on refiners' margins. In August 2018, the government reverted back to the Revised Agreement outlined above, with the market Brent oil price once again becoming the benchmark.

Based on realized selling prices after taking discounts into account, the Company was able to realize an average selling price of $54.29/boe on the production from the Llancanelo concession for the six months ended June 30, 2018.

2) Any oil and gas produced by the holder of an exploration permit prior to the granting of a production concession is subject to the payment of a 15% royalty. Currently the Llancanelo concession is subject to a 15% royalty based on the 12% baseline royalty at the wellhead, plus an additional 3% royalty upon renewal of the concession extension.

   As consideration for its services, an overriding royalty interest ("ORR") equal to 2% of any net production of hydrocarbons attributable to Patagonia's participation interest in Llancanelo among other assets acquired in the Argentina acquisitions described above was granted to Dexton International Ltd. The Company assumed the obligation of this ORR with the acquisition of Patagonia from Blue Pacific Assets Corp. The amount attributable to Llancanelo for the ORR has been included in royalty expenses.

Llancanelo Operating Expenses

USD $	Q2 2018	Q2 2017	Q1 2018	Q4 2017	Q3 2017
Compensation costs	95,864	-	207,494	117,010	72,486
Transportation and processing	162,222	-	222,571	238,431	122,130
Operator overhead	61,072	-	92,927	55,157	40,335
Maintenance, workovers and other	996,425	-	877,816	799,200	537,615
Total operating expenses	**1,315,582**	**-**	**1,400,808**	**1,209,798**	**772,566**
$/boe	**32.04**	**-**	**32.36**	**29.75**	**34.46**

On a per barrel basis, operating expenses were $0.32/boe (or 1%) lower at $32.04/boe in the second quarter of 2018, compared to $32.36/boe in the first quarter of 2018.

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Llancanelo Netbacks [1]

USD $/boe	Q2 2018	Q2 2017	Q1 2018	Q4 2017	Q3 2017
Oil revenue	54.29	-	52.45	46.82	41.51
Royalties	(11.49)	-	(10.31)	(9.41)	(8.56)
Operating expenses	(32.04)	-	(32.36)	(29.75)	(34.46)
Total Llancanelo operating netback	**10.76**	**-**	**9.78**	**7.66**	**(1.51)**

1) The term “netback” is a non-GAAP measure and may not be comparable with the calculation of other entities. Netback is calculated as the average unit sales price, less royalties and operating expenses and represents the cash margin for every barrel of oil equivalent sold. The Company uses this measure to analyze operating performance and considers netback a key measure as it demonstrates its profitability relative to current commodity prices.

SRDE Revenue and Royalties

USD $	Q2 2018	Q2 2017	Q1 2018	Q4 2017	Q3 2017
SRDE oil revenues before royalties	65,391	-	-	-	-
Royalties					
Government royalties	(7,604)	-	-	-	-
Turnover tax	(454)	-	-	-	-
Overriding royalties	(3,367)	-	-	-	-
Petroleum and natural gas revenues after royalties	**53,965**	**-**	**-**	**-**	**-**
$/boe realized sales price	**64.17**	**-**	**-**	**-**	**-**
$/boe total royalties	**(0.28)**	**-**	**-**	**-**	**-**
$/boe on PentaNova production after royalties	**63.89**	**-**	**-**	**-**	**-**

SRDE Operating Expenses

USD $	Q2 2018	Q2 2017	Q1 2018	Q4 2017	Q3 2017
Compensation costs	22,239	-	-	-	-
Transportation and processing	7,279	-	-	-	-
Operator overhead	6,646	-	-	-	-
Maintenance, workovers and other	-	-	-	-	-
Total operating expenses	**36,164**	**-**	**-**	**-**	**-**
$/boe	**23.42**	**-**	**-**	**-**	**-**

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SRDE Netbacks

USD $/boe	Q2 2018	Q2 2017	Q1 2018	Q4 2017	Q3 2017
Oil revenue	64.17	-	-	-	-
Royalties	(0.28)	-	-	-	-
Operating expenses	(23.42)	-	-	-	-
Total SRDE operating netback	**40.47**	**-**	**-**	**-**	**-**

Net Revenue on Carried Working Interest

USD $	Q2 2018	Q2 2017	Q1 2018	Q4 2017	Q3 2017
Mariposa revenues before royalties	246,341	-	428,378	436,752	322,477
Royalties					
Government royalties	(39,014)	-	(48,765)	(55,869)	(44,047)
Turnover tax	(8,927)	-	(13,065)	(16,976)	(8,734)
Overriding royalties	(3,707)	-	(7,592)	(7,964)	(5,222)
Mariposa revenues after royalties	**194,693**	**-**	**358,956**	**355,942**	**264,474**
Transport, treating and processing	(5,644)	-	(7,350)	(4,630)	(8,613)
Net Mariposa revenue	**189,049**	**-**	**351,606**	**351,312**	**255,861**

The net revenue on carried working interest results from the carried interest held by the Company in the Mariposa Asset. The carried working interest entitles the Company to 18% of the oil, natural gas and condensate sales, while the operator carries 100% of the capital expenditures and the majority of operating costs. The net revenue figures associated with the Mariposa Asset are presented net of any applicable royalties and certain operating costs of transportation, treatment and processing. Oil and natural gas production is sold on behalf of the Company, for which the Company receives proceeds from the operator, net of applicable royalties. The net revenue generated from this asset has not been included in any "per barrel" pricing herein. Reduction of net revenue in Q2 2018 is the result of decreased production from the Mariposa Asset due to a workover campaign on some of the wells that was carried out by the operator during the quarter.

Impairment Loss

During the six months ended June 30, 2018, the Company recognized impairments relating to the Llancanelo Asset of $25.0 million. These impairments were the result of the difference between the period-end net book value and management's assessment of the recoverable amount of the Llancanelo Asset as of June 30, 2018 on account of the formal notification received from YPF regarding the relinquishment of the Company's working interest in the Llancanelo Asset and the termination of the YPF Farm-In. Following completion of the write-down, the Llancanelo Asset had a carrying value of approximately $10.6 million.

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General and Administrative Expenses

General and administrative expenses ("G&A") for period ended June 30, 2018 totaled $1,396,553 ($1,045,656 – June 30, 2017). The G&A expenses relate to the normal course of the Company's operations, and are constituted as follows:

USD $	Q2 2018	Q2 2017	Q1 2018	Q4 2017	Q3 2017
Professional Fees	424,192	444,919	307,174	693,906	190,919
Wages & Salaries	559,668	313,322	541,708	427,739	692,335
Severance	246,091	-	560,285	-	-
Fees, Rent, Investor Relations and Other	166,602	287,415	296,668	411,972	314,830
Total	**1,396,553**	**1,045,656**	**1,705,835**	**1,533,617**	**1,198,085**

Professional fees are comprised of legal, audit, tax, and other fees that have been incurred by the Company for operations. Wages and salaries are amounts paid to employees of the Company. Severance costs consist of severance payments paid and owed to former employees of the Company. Other expenses comprise the normal operations of the Company and include office rent, public relations, insurance, travel, and other general and administrative expenses.

Business Development

Business development expenses of $97,100 ($2,055,692 – June 30, 2017) were recognized in the three months ended June 30, 2018. These expenses relate to business initiatives towards the promotion, development, and growth of the Company's operations and assets outside the normal course of the Company's day-to-day endeavors. The table below compares the business development expense in each of the reporting periods:

USD $	Q2 2018	Q2 2017	Q1 2018	Q4 2017	Q3 2017
Legal fees	-	1,047,121	-	(34,910)	385,015
Professional fees	97,100	529,973	89,803	-	25,838
Travel	-	478,598	-	-	61,064
Finder fees on transactions	-	-	-	300,000	940,625
Total	**97,100**	**2,055,692**	**89,803**	**265,090**	**1,412,542**

Share Based Payments

The Company's stock option plan provides for the issue of stock options to directors, officers, employees, charities and consultants, who are all considered related parties to the Company. The plan provides that stock options may be granted up to a number equal to 10% of the Company's outstanding shares. Vesting terms are determined by the Board of Directors as they are granted and currently include periods ranging

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from immediately to one-third on each anniversary date over three years. The options' maximum term is ten years.

The value of the stock options vesting during the six months ended June 30, 2018 equated to $423,558 (nil – June 30, 2017). Of this amount, $60,570 was capitalized and $362,955 was expensed as share-based payments.

Depletion and Depreciation ("D&D")

The table below compares the depletion and depreciation expense in each of the reporting periods:

USD $	Q2 2018	Q2 2017	Q1 2018	Q4 2017	Q3 2017
Llancanelo	442,177	-	466,203	493,001	231,780
Mariposa	111,798	-	155,517	177,491	30,881
Depletion on oil and gas assets	**553,975**	**-**	**621,720**	**670,492**	**262,661**
Fixed asset depreciation	26,430	8,549	17,603	7,332	8,549
Consolidated depletion and depreciation	**580,405**	**8,549**	**639,323**	**677,824**	**533,871**

Finance

The Company's finance related income and expenses for each of the reporting periods are as follows:

USD $	Q2 2018	Q2 2017	Q1 2018	Q4 2017	Q3 2017
Interest income	(60,533)	(25,256)	(43,968)	(127,318)	(25,256)
Interest expenses and bank charges	20,984	12,044	75,720	10,406	15,878
Debt related expenses	-	-	94,700	101,149	-
Total cash finance expenses/(income)	**(39,549)**	**(13,212)**	**126,452**	**(15,763)**	**(9,378)**
Non-cash:					
Accretion on decommissioning obligation	29,905	-	26,799	4,495	-
Total non-cash finance expenses/(income)	**29,905**	**-**	**26,799**	**4,495**	**-**
Total finance expenses/(income)	**(9,644)**	**(13,212)**	**153,251**	**(11,268)**	**(9,378)**

Foreign Exchange

The Company incurred a foreign exchange loss of $1,477,150 for the six months ended June 30, 2018 ($738,011 foreign exchange loss – June 30, 2017). The foreign exchange loss is primarily due to the result of assumed cash call debt that was derived in Argentina pesos that is being maintained in US dollars as part of the terms of certain acquisitions agreements in Argentina.

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Loss on revaluation of asset held for sale

Under the terms of the share purchase agreement executed with Horizon (see further below), the Company agreed to invest C$1,500,000 by way of a private placement in the capital of Horizon Petroleum Ltd. ("Horizon") at C$0.12 per share, for which the Company received an aggregate of 12,500,000 common shares of Horizon ("Horizon Shares"). PentaNova assigned 250,000 of the Horizon Shares to a third party pursuant to an advisory agreement. A certain director of this third party is also a director of the Company.

The investment of Horizon Shares held by the Company have been classified as held for sale. At June 30, 2018, the fair market value of the 12,250,000 Horizon Shares was $511,657 (C$637,750) resulting in an unrealized loss on assets held for sale of $143,821 (C$183,750) representing the decline in share value for the six months ended June 30, 2018 between the closing price as of December 31, 2017 of $0.056 (C$0.07) per share and the closing price as of June 30, 2018 of $0.04 (C$0.055) per share, net of foreign exchange.

Funds used in Operations

For the six months ended June 30, 2018, the Company used funds in operations of $3,171,961. The funds used in operations are primarily comprised of operating expenses, G&A expenses and business development expenses incurred during these periods.

CAPITAL ADDITIONS

For the six months ended June 30, 2018 the Company had additions, prior to recognition of any impairments, of $10.5 million to exploration and evaluation assets and no additions to property, plant and equipment. The movements in E&E were comprised of the following:

- $6.9 million to fund the drilling of Istanbul 1
- $0.3 million in asset retirement costs
- $2.2 million in capital expenditures towards civil work programs in Colombia
- $0.6 million in capital expenditures towards projects in Colombia
- $0.2 million in capital expenditures towards projects in Argentina
- $0.3 million in capitalized general and administrative expense during the year

LIQUIDITY AND CAPITAL RESOURCES

The Company's capital management objective is to have sufficient capital to be able to execute its business plan. The Company manages its capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying oil and natural gas assets. The continued development of the Company's oil and natural gas assets is dependent on the ability of the Company to secure sufficient funds through operations, credit facilities and other sources. Such funds may not be available on acceptable terms or at all.

During the six months ended June 30, 2018, the Company incurred a loss from continuing operations of $24.7 million and used $3.2 million of cash flow in its operating activities. As at June 30,2018, the Company had a working capital deficiency of $12.6 million and has insufficient finances to fund administrative budget and capital commitment amounts that exist for the upcoming year and beyond.

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The Company will continue to utilize its financial resources to fund existing administrative budgets and capital commitments. There is uncertainty as to the future operating and development ability of the Company as it will be contingent upon the Company's ability to successfully identify and procure necessary capital.

There is material uncertainty as to the future ability of the Company to fulfill existing commitments as it will be contingent upon the Company's ability to successfully identify and procure necessary capital, which may be by way of strategic transactions to obtain financing and/or generate profitable operations that are beneficial to the Company and its shareholders. Such financing alternatives may include a share consolidation.

The Company's Colombian oil and gas interests are in the exploration stage and the Company has yet to establish operations to achieve sustainable production from its acquired oil and gas assets. Accordingly, the recoverability of amounts recorded as oil and natural gas properties is dependent upon successful development of its assets in order to put them into production and then achieve future profitable production, the ability of the Company to secure adequate sources of financing to continue to fund the development of its assets, and the political stability of Colombia. The outcome of these matters cannot be predicted with certainty at this time.

Certain Argentine oil and gas interests are in early exploration stage while other assets are still being analyzed to assess an appropriate development plan. Accordingly, the recoverability of amounts recorded as oil and natural gas properties is dependent upon the existence, discovery, and exploitation of economically recoverable oil and gas reserves on blocks, the political stability of Argentina, and the ability of the Company to secure adequate sources of financing to continue to fund the development of its assets and achieve future profitable production. The outcome of these matters cannot be predicted with certainty at this time.

Consideration Payable on Acquisitions

As of June 30, 2018, balances owed to sellers on acquisitions closed during the previous year included 1) approximately $8.4 million in unpaid cash call debt owed to YPF that was assumed as part of the Alianza Acquisition and Roch Acquisition, and 2) $5.0 million owed in cash consideration to the selling party in the Alianza Acquisition. The Company is currently negotiating with YPF in regards to the unpaid cash call debt. The Company's objective is to ensure flexibility in its financial structure in order to fund both investing and financing activities.

With regards the $5.0 million balances owed in the Alianza Acquisition, the Company is currently in negotiations with the selling party on various points regarding this transaction. Management does not believe that payment on this outstanding balance will be made in the foreseeable future given the ongoing disputes that the Company is discussing with the selling party. Management believes that the points of dispute being presented to the selling party are supportable under the terms of the original purchase agreement.

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Restricted Cash

As of June 30, 2018, funds totaling $3,775,882 (December 31, 2017 - $11,732,933) comprised the balance represented in restricted cash. The composition and changes in restricted cash are as follows:

	2018	2017
SN-9 ANH Guarantee Deposit	2,604,464	2,483,077
Tiburon ANH Guarantee Deposit	369,664	352,689
TPIC Maria Conchita Escrow	-	1,750,000
TPIC Escrow	111,071	7,147,167
Maria Conchita Guarantee Deposit	690,683	-
Restricted cash	**3,775,882**	11,732,933

In 2017, a deposit of $1,750,000 was held in escrow in relation to the operations on the Maria Conchita Block. This escrow amount was established in order to secure against any penalty imposed by the ANH if current phase commitments under the Maria Conchita E&P Contract are not fulfilled. This escrow deposit was released to the Company in March 2018. Furthermore, as a result of the transfer of operatorship, the Company was required to establish a term deposit of $0.7 million to secure the performance guarantee required by the ANH under the Maria Conchita E&P Contract. This deposit is defined in US dollars by the ANH but is held in Colombian pesos with a Colombian bank and is subject to foreign currency fluctuation risks in relation to the US dollar. This deposit is to be released to the Company once the current phase commitment under the E&P Contract are completed. As of June 30, 2018, the balance of the Maria Conchita term deposit was $690,683.

Additionally, in 2017, term deposits of $2.4 million and $0.3 million were established to secure performance guarantees required by the ANH under the E&P Contracts for the SN-9 and Tiburon Block. The SN-9 and Tiburon deposits amounts are defined in US dollars by the ANH but are held in Colombian pesos with Colombian banks and are subject to foreign currency fluctuation risks in relation to the US dollar. These deposits are to be released to the Company once current phase commitments under each E&P Contract are completed. As of June 30, 2018, the balances of the SN-9 term deposit and Tiburon term deposit were $2,604,464 and $369,664, respectively.

As part of the of the Maria Conchita Acquisition MSPA, the Company was required to deposit $9.0 million into escrow that was to directly fund the drilling of the first well under the MSPA. The related costs to drill the first well were to be paid from the escrow account as they were incurred. As at December 31, 2017, the remaining balance in the escrow account was $7.1 million. The balance of the $9.0 million deposit in escrow (less a balance of $0.6 million maintained in escrow while formalization of the transfer is completed) was released back to the Company in March 2018. As of June 30, 2018, a balance of $111,071 remains in escrow.

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SHARE CAPITAL

Common Shares

As at June 30, 2018, the Company was authorized to issue an unlimited number of common shares, with no par value, with holders of common shares entitled to one vote per share and to dividends, if declared. Outstanding common shares for the respective reporting periods are as follows:

	Common shares	Amount ($)
Balance, January 1, 2017	50,000	-
Shares redeemed	(50,000)	-
Shares issued through private placement (net of share issuance costs)	160,441,560	29,306,312
Shares issued to consultant	1,200,000	449,136
Balance April 4, 2017	**161,641,560**	**29,755,448**
Shares issued in Transaction	19,473,289	7,252,621
Transaction costs		(396,820)
Shares issued for transaction costs	1,600,000	595,903
Balance June 30, 2017	**182,714,849**	**37,207,152**
Shares issued for Colombian assets	206,145	150,000
Shares issued through private placement (net of share issuance costs)	20,625,000	9,039,821
Shares issued for Alianza Acquisition	11,406,250	5,201,690
Shares issued as finders fees for Alianza Acquisition	468,750	187,500
Share issued for Advances Toward Acquisitions	24,968,750	11,344,685
Shares issued on acquisition success fee	1,065,000	426,000
Shares issued for services rendered	746,858	242,545
Balance December 31, 2017 & June 30, 2018 [1]	**242,201,602**	**63,799,393**

1) There was no share capital activity during the six months ended June 30, 2018

As mentioned previously, in August 2017, the Company completed a non-brokered financing of 20,625,000 subscription receipts at a price of C$0.80 per subscription receipt for gross proceeds of $13,185,233 (C$16,500,000). Each subscription receipt automatically exchanges into a unit of the Company concurrently with closing of the acquisition of the outstanding shares of Patagonia Oil Corp. Each unit consists of one common share and one share purchase warrant exercisable into one additional common share at a price of C$1.05 per share until July 31, 2022.

In conjunction with the private placement, 35,625,000 additional Units were issued as consideration for the purchase of various Argentine oil and gas assets, as outlined below. This equated to $22,636,093 (C$28,672,956) in consideration paid, net of unit issuance costs. A further 2,283,750 shares were also issued as payment for finders fees in relation to the aforementioned acquisitions in Argentina.

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The Board of Directors approved the issuance of 4,800,000 common shares to new management members, which will be held in escrow and will vest over a period of three years. As of the date herein, approval from the TSX-V regarding this share issuance is still pending.

Stock Options

The Company's stock option plan provides for the issue of stock options to directors, officers, employees, charities and consultants, who are all considered related parties to the Company. The plan provides that stock options may be granted up to a number equal to 10% of the Company's outstanding shares. Vesting terms are determined by the Board of Directors as they are granted and currently include periods ranging from immediately to one-third on each anniversary date over three years. The options' maximum term is ten years.

As a June 30, 2018, a total of 20,754,927 (December 31, 2017 – 22,896,427) options were issued and outstanding under this plan. Options which are forfeited/expired are available for reissue.

A summary of the changes in stock options is presented below:

	Stock options	**Weighted average exercise price (C$)**
Balance, January 1, 2017	990,829	0.81
Options issued	22,187,500	0.80
Options forfeited	(25,000)	0.80
Expired options	(256,902)	1.08
Balance, December 31, 2017	**22,896,427**	**0.80**
Options issued	5,156,000	0.45
Options forfeited	(6,725,000)	0.80
Expired options	(572,500)	0.61
Balance, June 30, 2018	**20,754,927**	**0.71**

On August 8, 2017, the Company granted 22,187,500 options to acquire common shares to certain directors, officers, and consultants of the Company at a price of C$0.80 per common share. The options were for a ten-year term, expiring on August 8, 2027. Of the options granted, 20,500,000 vested immediately on the date of grant. The other 1,687,500 options vest on a basis of one-third on the date of grant, one-third on the first anniversary date and one-third on the second anniversary date from the date of grant.

On January 1, 2018, the Company granted 1,000,000 options to acquire common shares to a consultant of the Company at a price of C$0.80 per common share. The options were for a ten-year term, expiring on January 1, 2028. Of the options granted, 500,000 vested immediately on the date of grant. The other 500,000 options vest on the first anniversary date from the date of grant.

In April 2018, 4,156,000 stock options were granted to new management members, at an exercise price C$0.36 per option. These stock options vest over a period of 2 years, with one-third vesting on grant date, one-third vesting in February 2019, and one-third vesting in February 2020, all expiring in February 2028. A further 3,844,000 phantom options were granted to new management member under the same vesting

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and expiry terms as the granted stock options. Phantom options will be settled by payment of cash for the market price minus C$0.36 per phantom option on the date of exercise. Further to the stock option grant to new management, 1,000,000 stock options were forfeited as per the terms of an agreement reached by the Company and certain employees.

Warrants

Broker Warrants

Pursuant to the brokered private placement of common shares in February 2017, the Company issued 1,968,000 warrants to brokers of the private placement based on the terms of the agency agreement (the "Broker Warrants"). These Broker Warrants are for a two-year term, exercisable immediately at a price of C$0.50 per share and expire January 31, 2019.

A fair value of $308,866 (C$402,453) was recognized for the issuance of these Broker Warrants, which was included in share issuance costs on the associated brokered private placement and is recorded as contributed surplus.

Purchase Warrants

Pursuant to the non-brokered private placement, the Alianza Acquisition, and the Advances Toward Acquisitions in August 2017, as described previously, the Company issued a total of 56,250,000 Units, each consisting of one common share and one share purchase warrant, each exercisable into one additional common share at a price of C$1.05 per share until July 31, 2022 (the "Purchase Warrants"). As mentioned previously, a fair value of $10,201,910 (C$12,754,916), net of issue costs, was recognized for the issuance of the Purchase Warrants.

Outstanding Purchase Warrants as of June 30, 2018 (June 30, 2017 – nil) are as follows:

	Purchase Warrants	**Amount ($)**
Issued on non-brokered private placement	20,625,000	3,648,285
Issued on Alianza Acquisition	11,406,250	2,098,310
Issued on Roch Acquisition	7,812,500	1,437,198
Issued on KM8 Acquisition	16,406,250	3,018,117
	56,250,000	**10,201,910**

In September 2017, the 56,250,000 Purchase Warrants became publicly listed for trading on the TSX-V.

COMMITMENT SUMMARY UPDATE

PentaNova drilled Istanbul 1 in the first quarter of 2018, which is representative of the ANH commitment for Phase 2 of the contractual exploration program to drill one exploration well (for which the Company will paid 100% of the costs under the terms of the Maria Conchita Acquisition), which is required by

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September 2018. The Company is currently awaiting ANH approval to ensure that the commitment has been met.

A summary of the Company's estimated capital commitments (in millions of dollars) are as follows:

Block	2018	2019	2020	Total
SN-9 Block (1)	-	-	22.3	**22.3**
Tiburon Block (2)	-	3.0	-	**3.0**
Llancanelo Block (3)	2.5	-	-	**2.5**
Total	**2.5**	**3.0**	**22.3**	**27.8**

1) PentaNova's ANH commitment to carry out the minimum requirement to process and interpret 204.4 km of 2D seismic and drill one exploration well (for which the Company will pay 100% of the costs on the terms of the SN-9 Acquisition) according to Phase 1 of the contractual exploration program, which must be fulfilled by mid-year 2020.
2) Relates to PentaNova's share of the ANH commitment to carry out the minimum requirement to acquire, process, and interpret 204.4 km of 2D seismic (which commitment the Company plans to replace with 69.75 km^2 of 3D seismic instead) according to Phase 3 of the contractual exploration program. Currently, operations are delayed due to disputes in the region, with current ANH deadline of 2019 with extensions if disputes were resolved in 2018. The commencement date for seismic acquisition is unknown at this time. The Company assumes that operations will commence in 2019.
3) Represents the Company's commitment under the YPF Farm-In to fulfill farm-in cash payment of $2.5 million that is still required to be paid under the terms of the Farm-In Agreement, regardless of its termination.

RELATED PARTIES

During the six months ended June 30, 2018, the Company paid a monthly advisory fee to a firm affiliated with a director of PentaNova. As per the consulting agreement with this firm, PentaNova pays a monthly fee of C$10,000 plus reimbursable expenses.

In January 2017, the Company acquired 100% of the shares of Bochica and rights to an 80% participating interest in the Maria Conchita Block. The terms and conditions of the Maria Conchita Acquisition included that former shareholders of Bochica retained a 20% carried interest in the Maria Conchita Block. A certain member of the Company's management previously served as President and Director of Bochica until August 26, 2016, and as former shareholder of Bochica holds a minority indirect interest on the 20% carried interest, which amounts to approximately 1.2% of the total working interest on the Maria Conchita Block.

Also, during the six months ended June 30, 2018, a director of the Company (who resigned as a director subsequent to June 30, 2018), through affiliate entities, is the 50% beneficial owner of Dexton International Ltd. ("Dexton"). In February 2017, Patagonia and Dexton entered into an agreement wherein Dexton provided advisory services in connection with the acquisition of certain oil and gas assets located in Argentina by Patagonia. In consideration for its services, Patagonia granted to Dexton an overriding royalty interest equal to 2% of any net production of hydrocarbons attributable to Patagonia's participation interest in Argentina assets. For the six months ended June 30,2018 this royalty equated to $95,101 in royalty expense to the Company. Total cumulative royalty balance of $154,414 as owed to Dexton in included in the payables of the Company as of June 30, 2018.

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In connection with the acquisition of the KM8 Asset, a certain member of management of the Company (prior to becoming an employee of the Company) was also a director and shareholder with a controlling interest of the original buyer of the KM8 Asset and a party to the KM8 Acquisition transaction for total consideration of $12.5 million. This company, as the original buyer, assigned its rights and obligations under the KM8 Acquisition to Patagonia. Furthermore, this company received a finders fee of 750,000 common shares of PentaNova, which are included in the aforementioned 2,283,750 shares that were issued as finder fees as part of the acquisitions in Argentina. This member of management is no longer employed by the Company.

SELECTED QUARTERLY INFORMATION

The following table sets out selected quarterly financial information of PentaNova and is derived from unaudited quarterly financial data prepared by management in accordance with IFRS.

USD $	Q2 2018	Q1 2018	Q4 2017	Q3 2017
Net loss - continuing operations	(24,734,939)	(1,959,562)	(793,865)	(8,501,444)
Income (loss) from discontinued operations	(10,741)	(15,836)	(73,841)	1,869,299
Net loss	(24,745,680)	(1,975,398)	(867,706)	(6,632,145)
Comprehensive loss	(24,727,942)	(2,022,906)	(1,028,409)	(6,874,430)
Net loss per share (basic & diluted):				
Continuing operations	(0.10)	(0.01)	(0.00)	(0.04)
Discontinued operations	(0.00)	(0.00)	(0.00)	0.01
Net loss	(0.10)	(0.01)	(0.00)	(0.03)

	Q2 2017	Q1 2017	Q4 2016	Q3 2016
Net loss	(4,476,883)	(2,030,443)	523,441	-
Comprehensive loss	(4,385,504)	(2,030,443)	523,441	-
Net loss per share (basic & diluted)	(0.03)	(0.02)	(10.47)	-

Changes in net loss reported between each quarterly period to date is primarily a function of variances in general and administrative expense and business development expenses recorded in each quarter. Significant corporate and administrative expenses commenced in March 2017 with the establishment of corporate operations in Canada and Colombia, including administrative and operations staff. In Q2 2018, an impairment loss of $25.0 million was recognized, contributing to the overall loss recognized in the quarter.

OUTLOOK

The Company has spudded one exploratory commitment well in the Maria Conchita Block subsequent to year end. The Company plans to secure a workover rig or coiled tubing, with the intent of isolating the water producing intervals in order to flow test the other potential gas bearing zones independently once financing is available. The Company will then evaluate the results of the flow test to determine further

drilling activity, namely the drilling of a second exploratory well. The Company has currently budgeted for the flow test and hopes to obtain financing upon a successful commercial flow test of the well.

On February 15, 2018, the Company announced the appointment of a new management team and certain changes to the PentaNova Board of Directors. As at April 27, 2018, the Board of Directors has given management a mandate (the "Mandate") to refocus and continue building the Company. The Mandate reflects an evaluation of the Company, the market and the plans of the Company's previous management team. As management continues to implement the Mandate, it may affect the nature and scope of administrative budgets and timing of the development of the Company's reserves. The Company anticipates prudently pursuing asset divestiture opportunities, additional and/or alternative production and exploration opportunities, and the development of its undeveloped reserves. The Company may choose to delay development, depending on a number of circumstances, including the existence of higher priority expenditures, prevailing commodity prices and the availability of funds.

ADOPTION OF NEW AND REVISED ACCOUNTING STANDARDS

The Company has adopted a number of new and revised IFRSs that have been issued effective January 1, 2018 and is also currently reviewing others that are not yet effective. Detailed discussions of new accounting policies that may affect the Company are provided in the Financial Statements.

USE OF ESTIMATES AND JUDGEMENTS

The timely preparation of the financial statements requires management to make judgments, estimates and assumptions that affect the application of accounting policies and reported amounts of assets and liabilities and income and expenses. Accordingly, actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected. Significant estimates and judgments made by management in the preparation of the financial statements are outlined below.

Critical judgments in applying accounting policies

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

i) ***Identification of cash-generating units***
The Company's assets are aggregated into cash-generating units, for the purpose of calculating impairment, based on their ability to generate largely independent cash flows. By their nature, these estimates and assumptions are subject to measurement uncertainty and may impact the carrying value of the Company's assets in future periods.

ii) *I**mpairment of exploration and evaluation assets and property, plant and equipment***
Judgments are required to assess when impairment indicators, or reversal indicators, exist and impairment testing is required. In determining the recoverable amount of assets, in the absence of quoted market prices, impairment tests are based on estimates of reserves, production rates,

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future oil and natural gas prices, future costs, discount rates, market value of land and other relevant assumptions.

iii) Technical feasibility and commercial viability of exploration and evaluation assets

The determination of technical feasibility and commercial viability, based on the presence of proved and probable reserves, results in the transfer of assets from exploration and evaluation assets to property, plant and equipment. As discussed above, the estimate of proved and probable reserves is inherently complex and requires significant judgment. Thus any material change to reserve estimates could affect the technical feasibility and commercial viability of the underlying assets.

iv) Income taxes

Judgments are made by management to determine the likelihood of whether deferred income tax assets at the end of the reporting period will be realized from future taxable earnings. To the extent that assumptions regarding future profitability change, there can be an increase or decrease in the amounts recognized in respect of deferred tax assets as well as the amounts recognized in profit or loss in the period in which the change occurs.

Key sources of estimation uncertainty

The following are the key assumptions concerning the sources of estimation uncertainty at the end of the reporting period, that have a significant risk of causing adjustments to the carrying amounts of assets and liabilities.

i) Reserves

The assessment of reported recoverable quantities of proved and probable reserves include estimates regarding production profile, commodity prices, exchange rates, remediation costs, timing and amount of future development costs, and production, transportation and marketing costs for future cash flows. It also requires interpretation of geological and geophysical models in anticipated recoveries. The economical, geological and technical factors used to estimate reserves may change from period to period. Changes in reported reserves can impact the carrying values of the Company's petroleum and natural gas properties and equipment, the calculation of depletion and depreciation, the provision for decommissioning obligations, and the recognition of deferred tax assets due to changes in expected future cash flows.

The Company's petroleum and natural gas reserves represent the estimated quantities of petroleum, natural gas and natural gas liquids which geological, geophysical and engineering data demonstrate with a specified degree of certainty to be economically recoverable in future years from known reservoirs and which are considered commercially producible. Such reserves may be considered commercially producible if management has the intention of developing and producing them and such intention is based upon (i) a reasonable assessment of the future economics of such production; (ii) a reasonable expectation that there is a market for all or substantially all the expected petroleum and natural gas production; and (iii) evidence that the necessary production, transmission and transportation facilities are available or can be made available. Reserves may only be considered proven and probable if the ability to produce is supported by either actual production or conclusive formation tests. The Company's petroleum

and gas reserves are determined pursuant to National Instrument 51-101, Standard of Disclosures for Oil and Gas Activities.

ii) Decommissioning obligations

At the end of the operating life of the Company's facilities and properties and upon retirement of its petroleum and natural gas assets, decommissioning costs will be incurred by the Company. This requires judgment regarding abandonment date, future environmental and regulatory legislation, the extent of reclamation activities, the engineering methodology for estimating cost, future removal technologies in determining the removal cost and discount rates to determine the present value of these cash flows.

iii) Business Combinations

Business combinations are accounted for using the acquisition method of accounting. The determination of fair value often requires management to make assumptions and estimates about future events. The assumptions and estimates with respect to determining the fair value of exploration and evaluation assets and petroleum and natural gas assets acquired generally require the most judgment and include estimates of reserves acquired, forecast benchmark commodity prices and discount rates. Changes in any of the assumptions or estimates used in determining the fair value of acquired assets and liabilities could impact the amounts assigned to assets, liabilities and goodwill in the purchase price allocation.

iv) Share-based payments

All equity-settled, share-based awards issued by the Company are recorded at fair value using the Black-Scholes option-pricing model. In assessing the fair value of equity-based compensation, estimates have to be made regarding the expected volatility in share price, option life, dividend yield, risk-free rate and estimated forfeitures at the initial grant date.

v) Tax provisions

Tax provisions are based on enacted or substantively enacted laws. Changes in those laws could affect amounts recognized in profit or loss both in the period of change, which would include any impact on cumulative provisions, and in future periods. Deferred tax assets (if any) are recognized only to the extent it is considered probable that those assets will be recoverable. This involves an assessment of when those deferred tax assets are likely to reverse.

PRINCIPAL BUSINESS RISKS

The Company's business and results of operations are subject to a number of risks and uncertainties including, but not limited to the following:

Crude Oil and Natural Gas Development

Exploration, development, production of oil and natural gas involves a wide variety of risks which include but are not limited to the uncertainty of finding oil and gas in commercial quantities, securing markets, commodity price fluctuations, exchange and interest rate exposure and changes to government regulations, including regulations relating to prices, taxes, royalties and environmental protection. The oil

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and gas industry is intensely competitive and the Company competes with a large number of companies with greater resources.

The Company's ability to obtain reserves in the future will depend not only on its ability to develop its current properties but also on its ability to acquire new prospects and producing properties. The acquisition, exploration and development of new properties also require that sufficient capital from outside sources will be available to the Company in a timely manner. The availability of equity or debt financing is affected by many factors many of which are beyond the control of the Company.

Foreign Operations

There are a number of risks associated with conducting foreign operations over which the Company has no control, including political instability, potential and actual civil disturbances, ability to repatriate funds, changes in laws affecting foreign ownership and existing contracts, environmental regulations, oil and gas prices, production regulations, royalty rates, income tax law changes, potential expropriation of property without fair compensation and restriction on exports.

Addition of Reserves and Resources

The Company's future crude oil and natural gas reserves, production, and cash flows to be derived therefrom are highly dependent on the Company successfully discovering and developing or acquiring new reserves and resources. The addition of new reserves and resources will depend not only on the Company's ability to explore and develop properties but also, in the case of reserves, on its ability to select and acquire suitable producing properties or prospects. There can be no assurance that the Company's exploration, development or acquisition efforts will result in the discovery and development of commercial accumulations of oil and natural gas.

Reserve Estimates

There are numerous uncertainties inherent in estimating quantities of reserves, including many factors beyond the control of the Company. Estimates of reserves depend in large part upon the reliability of available geological and engineering data and require certain assumptions to be made in order to assign reserve volumes. Geological and engineering data is used to determine the probability that a reservoir of oil and/or natural gas exists at a particular location, and whether, and to what extent, such hydrocarbons are recoverable from the reservoir. Accordingly, the ultimate reserves discovered by the Company may be significantly less than the total estimates.

Exploration Risks

The exploration of the Company's properties may from time to time involve a high degree of risk that no production will be obtained or that the production obtained will be insufficient to recover drilling and completion costs. The costs of seismic operations and drilling, completing and operating wells are uncertain to a degree. Cost overruns can adversely affect the economics of the Company's exploration programs and projects. In addition, the Company's seismic operations and drilling plans may be curtailed, delayed or cancelled as a result of numerous factors, including, among others, equipment failures, weather or adverse climate conditions, shortages or delays in obtaining qualified personnel, shortages or

delays in the delivery of or access to equipment, community issues and social unrest, necessary governmental, regulatory, or other third party approvals and compliance with regulatory requirements.

Management's Report on Internal Control over Financial Reporting

In connection with National Instrument 52-109 - Certification of Disclosure in Issuer's Annual and Interim Filings ("NI 52-109") adopted by each of the securities commissions across Canada, the Chief Executive Officer and Chief Financial Officer of the Company are required to file a Venture Issuer Basic Certificate with respect to the financial information contained in the unaudited interim financial statements and the audited annual financial statements and respective accompanying Management's Discussion and Analysis. The Venture Issuer Basic Certificate does not include representations relating to the establishment and maintenance of disclosure controls and procedures and internal control over financial reporting, as defined in NI 52- 109.

READER ADVISORIES

Non-GAAP Measures

Certain financial measures in this document do not have a standardized meaning as prescribed by IFRS, such as cash flow from operations, and therefore are considered non-GAAP measures. These measures may not be comparable to similar measures presented by other issuers. These measures have been described and presented in order to provide shareholders and potential investors with additional measures for analyzing our ability to generate funds to finance our operations and information regarding our liquidity. The additional information should not be considered in isolation or as a substitute for measures prepared in accordance with IFRS. The definition and reconciliation of each non-GAAP measure is presented in the Operating Results, Financial Results and Liquidity and Capital Resources sections of this MD&A.

Forward Looking Statements

This MD&A may include forward-looking statements including opinions, assumptions, estimates and management's assessment of future plans and operations, capital expenditures and the timing and funding thereof. When used in this document, the words "anticipate," "believe," "estimate," "expect," "intent," "may," "project," "plan", "should" and similar expressions are intended to be among the statements that identify forward-looking statements. Forward-looking statements are subject to a wide range of risks and uncertainties, and although the Company believes that the expectations represented by such forward-looking statements are reasonable, there can be no assurance that such expectations will be realized. Any number of important factors could cause actual results to differ materially from those in the forward-looking statements including, but not limited to, risks associated with petroleum and natural gas exploration, development, exploitation, production, marketing and transportation, the volatility of petroleum and natural gas prices, currency fluctuations, the ability to implement corporate strategies, the state of domestic capital markets, the ability to obtain financing, incorrect assessment of the value of acquisitions, failure to realize the anticipated benefits of acquisitions, changes in petroleum and natural gas acquisition and drilling programs, delays resulting from inability to obtain required regulatory approvals, delays resulting from inability to obtain drilling rigs and other services, labour supply risks, environmental risks, competition from other producers, imprecision of reserve estimates, changes in

general economic conditions, ability to execute farm-in and farm-out opportunities, and other factors, all of which are more fully described from time to time in the reports and filings made by the Company with securities regulatory authorities.

Management believes that the expectations reflected in the forward-looking information are reasonable but no assurance can be given that these expectations will prove to be correct. Such forward-looking information included in this MD&A should not be unduly relied upon as the plans, assumptions, intentions or expectations upon which it is based may not occur. Actual results or events may vary from the forward-looking information.

In particular, this MD&A may contain forward-looking information pertaining to the following:

- the resource potential of the Company’s assets,
- the Company’s strategy and opportunities, including implementation of the Mandate
- performance characteristics of the Company's oil properties and estimated capital commitments and probability of success,
- crude oil production and recovery estimates and targets,
- the existence and size of the oil reserves and resources,
- the Company’s drilling plans,
- capital expenditure programs and estimates, including the timing of activity,
- the Company’s plans for, and results of, exploration and development, activities, and factors that may affect such activities,
- projections of market prices and costs,
- the supply and demand for oil,
- expectations regarding the ability to raise equity and debt capital on acceptable terms and to add continually to reserves through acquisitions and development, including the ability to negotiate and complete the agreements contemplated in this MD&A,
- the timing for receipt of regulatory approvals, including ANH approvals, and
- treatment of the Company under governmental regulatory regimes and tax laws.

The purpose of providing any financial outlook in this MD&A is to illustrate how the business of the Company might develop without the benefit of specific historical financial information. Readers are cautioned that this information may not be appropriate for other purposes.

The forward looking information herein is based on certain assumptions and analysis by the management of the Company in light of its experience and perception of historical trends, current conditions and expected future developments and other factors that it believes are appropriate and reasonable under the circumstances. The forward looking information herein is based on a number of assumptions, including but not limited to:

- the availability on acceptable terms of funds for capital expenditures,
- the availability in a cost-efficient manner of equipment and qualified personnel when required,
- continuing favourable relations with Latin American governmental agencies,
- continuing strong demand for oil,
- the stability of the regulatory framework governing royalties, taxes and environmental matters in Colombia and any other jurisdiction in which the Company may conduct its business in the future,

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- the Company's future ability to market production of oil successfully to customers,
- the Company's future production levels and oil prices,
- the applicability of technologies for recovery and production of the Company's oil reserves,
- the existence and recoverability of any oil reserves,
- geological and engineering estimates in respect of the Company's resources and reserves,
- the geography of the areas in which the Company is exploring, and
- the impact of increasing competition on the Company.

The actual results, performance and achievements of the Company could differ materially from those anticipated in these forward-looking statements as a result of the risks and uncertainties set forth elsewhere in the MD&A and the following risks and uncertainties:

- global financial conditions,
- general economic, market and business conditions,
- volatility in market prices for oil and natural gas, the stock market, foreign exchange and interest rates,
- risks inherent in oil and gas operations, exploration, development and production,
- risks inherent in the Company's international operations, including security, political, sovereignty and legal risks in Colombia and Argentina,
- the failure by counterparties to make payments or perform their operational or other obligations to the Company in compliance with the terms of contractual arrangements between the Company and such counterparties,
- risks related to the timing of completion of the Company's projects and plans,
- uncertainties associated with estimating oil and natural gas reserves and resources,
- competition for, among other things, capital, acquisitions of resources, undeveloped lands and skilled personnel,
- the Company's ability to hold existing leases through drilling or lease extensions or otherwise,
- incorrect assessments of the value of acquisitions or title to properties,
- the failure of the Company or the holder of certain licenses or leases to meet specific requirements of such licenses or leases,
- claims made in respect of the Company's properties or assets,
- geological, technical, drilling and processing problems, including the availability of equipment and access to properties,
- environmental risks and hazards,
- failure to estimate accurately abandonment and reclamation costs,
- the inaccuracy of third parties' reviews, reports and projections,
- rising costs of labour and equipment,
- the failure to engage or retain key personnel,
- changes in income tax laws or changes in tax laws and incentive programs relating to the oil and gas industry, and
- the other factors discussed under "Principal Business Risks" in this MD&A.

Readers are cautioned that the foregoing lists of assumptions, risks and uncertainties are not exhaustive. The forward-looking information contained in this MD&A is expressly qualified by this cautionary statement. The forward-looking information speaks only as of the date of this MD&A, and the Company

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does not undertake any obligation to publicly update or revise any forward-looking information except as required by applicable securities laws.

Analogous Information

Certain information in this MD&A may constitute "analogous information" as defined in National Instrument 51-101 - Standards of Disclosure for Oil and Gas Activities ("NI 51-101"), including, but not limited to, information relating to areas, assets, wells, industry activity and/or operations that are in geographical proximity to or believed to be on-trend with lands held by PentaNova. In particular, this document notes specific analogous oil and gas discoveries and corresponding details of said discoveries in the Chuchupa Block as well as blocks owned by Canacol Energy Ltd. and makes certain assumptions about the Maria Conchita Block and SN-9 Block as a result of such analogous information and potential recovery rates as a result thereof. Such information has been obtained from public sources, government sources, regulatory agencies or other industry participants. Management of PentaNova believes the information may be relevant to help define the reservoir characteristics within lands on which PentaNova holds an interest and such information has been presented to help demonstrate the basis for PentaNova's business plans and strategies. However, management cannot confirm whether such analogous information has been prepared in accordance with NI 51-101 and the Canadian Oil and Gas Evaluation Handbook and PentaNova is unable to confirm that the analogous information was prepared by a qualified reserves evaluator or auditor. PentaNova has no way of verifying the accuracy of such information. There is no certainty that the results of the analogous information or inferred thereby will be achieved by PentaNova and such information should not be construed as an estimate of future production levels or the actual characteristics and quality PentaNova's assets. Such information is also not an estimate of the reserves or resources attributable to lands held or to be held by PentaNova and there is no certainty that such information will prove to be analogous in the future. The reader is cautioned that the data relied upon by PentaNova may be in error and/or may not be analogous to such lands to be held by PentaNova.

Barrels of Oil Equivalent

Where amounts are expressed in a barrel of oil equivalent (“boe”), or barrel of oil equivalent per day (“boe/d”), natural gas volumes have been converted to barrels of oil equivalent on the basis that 6 thousand cubic feet (“mcf”) is equal to one barrel of oil. Use of the term boe may be misleading, particularly if used in isolation. This boe conversion ratio is based on an energy equivalence methodology, and does not represent a value equivalency. Indeed, the energy and value relationships may differ widely with market conditions. The conversion does conform to the Canadian Securities Regulators’ National Instrument 51-101 – Standards of Disclosure for Oil and Gas Activities.

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Abbreviations

\$/bbl dollars per barrel
\$/boe dollars per barrel of oil equivalent
\$/GJ dollars per gigajoule
\$/mcf dollars per thousand cubic feet
bbl barrel
bbl/d barrels per day
bcf billion cubic feet
boe barrel of oil equivalent
boe/d barrel of oil equivalent per day
GJ gigajoule
GJ/d gigajoules per day
km kilometer
mcf thousand cubic feet
mcf/d thousand cubic feet per day
mmbbl million barrels
mmboe million barrels of oil equivalent
mmcf/d million cubic feet per day
NGLs natural gas liquids
API American Petroleum Industry gravity
m^3 meters cubed
ppm parts per million