



# Q1

**International Petroleum Corporation**

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***Management's Discussion  
and Analysis***

*Three months ended March 31, 2018*



**International  
Petroleum  
Corp.**

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### Non-IFRS Measures

References are made in this MD&A to “operating cash flow” (OCF), “Earnings Before Interest, Tax, Depreciation and Amortization” (EBITDA), “operating costs” and “net debt”/“net cash” which are not generally accepted accounting measures under International Financial Reporting Standards (IFRS) and do not have any standardized meaning prescribed by IFRS and, therefore, may not be comparable with definitions of OCF, EBITDA, operating costs and net debt/net cash that may be used by other public companies. Management believes that OCF, EBITDA, operating costs and net debt/net cash are useful supplemental measures that may assist shareholders and investors in assessing the cash generated by and the financial performance and position of the Corporation. Non-IFRS measures should not be considered in isolation or as a substitute for measures prepared in accordance with IFRS. The definition and reconciliation of each non-IFRS measure is presented in this MD&A. See “Non-IFRS Measures” on page 17.

### Forward-Looking Statements

Certain statements contained in this MD&A constitute “forward-looking statements” or “forward-looking information” (within the meaning of applicable securities legislation). Such statements and information (together, “forward-looking statements”) relate to future events, including the Corporation’s future performance, business prospects or opportunities. Any statements that express or involve discussions with respect to predictions, expectations, beliefs, plans, projections, forecasts, guidance, budgets, objectives, assumptions or future events or performance (often, but not always, using words or phrases such as “seek”, “anticipate”, “plan”, “continue”, “estimate”, “expect”, “may”, “will”, “project”, “forecast”, “predict”, “potential”, “targeting”, “intend”, “could”, “might”, “should”, “believe”, “budget” and similar expressions) are not statements of historical fact and may be “forward-looking statements”. Although IPC believes that the expectations and assumptions on which such forward-looking statements are based are reasonable, undue reliance should not be placed on the forward-looking statements because IPC can give no assurances that they will prove to be correct. Since forward-looking statements address future events and conditions, by their very nature they involve inherent risks and uncertainties. Actual results could differ materially from those currently anticipated due to a number of factors and risks. For additional information underlying forward-looking statements, refer to the “Cautionary Statement Regarding Forward-Looking Information” on page 27.

Reserve estimates, contingent resource estimates, prospective resource estimates and estimates of future net revenue in respect of IPC’s oil and gas assets in France, Malaysia and the Netherlands are effective as of December 31, 2017 and were prepared by IPC and audited by ERC Equipoise Ltd. (ERCE), an independent qualified reserves auditor, in accordance with National Instrument 51-101 – *Standards of Disclosure for Oil and Gas Activities* (NI 51-101) and the Canadian Oil and Gas Evaluation Handbook (the COGE Handbook), and using McDaniel’s January 1, 2018 price forecasts as referred to below.

Reserves estimates, contingent resource estimates and estimates of future net revenue in respect of IPC’s oil and gas assets in Canada are effective as of January 5, 2018, being the completion date for the acquisition of these assets by IPC, and were evaluated by McDaniel & Associates Consultants Ltd. (McDaniel), an independent qualified reserves evaluator, in accordance with NI 51-101 and the COGE Handbook, and using McDaniel’s January 1, 2018 price forecasts. The volumes are reported and aggregated by IPC in this MD&A as being as at December 31, 2017.

Certain abbreviations and technical terms used in this MD&A are defined or described under the heading “Other Supplementary Information”.

# Management's Discussion and Analysis

Three months ended March 31, 2018

## INTRODUCTION

This management's discussion and analysis ("MD&A") for International Petroleum Corporation ("IPC" or the "Corporation" and, together with its subsidiaries, the "Group") is dated May 15, 2018 and is intended to provide an overview of the Group's operations, financial performance and current and future business opportunities. This MD&A should be read in conjunction with IPC's unaudited interim condensed consolidated financial statements and accompanying notes for the three months ended March 31, 2018 ("Financial Statements").

### Formation of IPC

In April 2017, Lundin Petroleum AB ("Lundin Petroleum") spun-off its oil and gas assets in Malaysia, France and the Netherlands into a newly formed company called International Petroleum Corporation and distributed the IPC shares, on a pro-rata basis, to Lundin Petroleum shareholders (the "Spin-Off").

On April 24, 2017, the Spin-Off was completed and IPC's shares commenced trading on the Toronto Stock Exchange and Nasdaq First North under the ticker symbol "IPCO".

In September 2017, IPC announced the acquisition of the Suffield area oil and gas assets in southern Alberta, Canada (the "Suffield Assets"). The acquisition was completed on January 5, 2018.

The main business of IPC is exploring for, developing and producing oil and gas. IPC holds a portfolio of oil and gas production assets and development projects in Canada, Malaysia, France and the Netherlands with exposure to growth opportunities.

### Basis of Preparation

The MD&A and the Financial Statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"). Historically, financial statements were not prepared by IPC for the assets that were spun-off as they were not operated as a separate business by Lundin Petroleum and accordingly, prior to the Spin-Off date, the results have been carved out from the historical consolidated financial statements of Lundin Petroleum. Refer to the Financial Statements for additional information on the basis of preparation.

Financial information is presented in United States Dollars ("USD"). However, as the Group operates in Europe and in Canada, certain financial information prepared by subsidiaries has been reported in Euros ("EUR") and in Canadian Dollars ("CAD"). In addition, certain costs relating to the operations in Malaysia, which are reported in USD, are incurred in Malaysian Ringgit ("MYR").

Exchange rates for the relevant currencies of the Group with respect to the US Dollar are as follows:

	March 31, 2018		March 31, 2017		December 31, 2017	
	Average	Period end	Average	Period end	Average	Year end
1 EUR equals USD	1.2294	1.2321	1.0647	1.0691	1.1293	1.1993
1 USD equals CAD	1.2644	1.2893	1.3236	1.3343	1.2982	1.2540
1 USD equals MYR	3.9239	3.8680	4.4460	4.4255	4.2994	4.0470

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## FIRST QUARTER 2018 HIGHLIGHTS

### Business Development

#### Suffield Acquisition

- Completed the purchase of the conventional oil and natural gas assets in the Suffield area (the "Suffield Assets") of southern Alberta, Canada from Cenovus Energy Inc. on January 5, 2018 for a consideration of CAD 449 million paid on closing.

#### Swedish listing

- IPC is progressing its plans to list its shares on the Nasdaq Stockholm, with listing expected during June 2018, subject to IPC fulfilling all of the requirements of the Nasdaq Stockholm.

### Operational Highlights

#### Production and Operating Costs

- Increased production levels of 32,900 boepd for the first quarter of 2018 compared to the first quarter of 2017, in line with 2018 Capital Markets Day (CMD) guidance.
- Operating costs<sup>1</sup> per boe in line with guidance at USD 12.40 for the reporting period (CMD - USD 12.50) excluding the cost of condensate diluent purchased for blending Canadian oil.
- Completed the transition of the Suffield Assets safely, with no impact on operations or production.

#### Resources and Projects

- More than quadrupled 2P reserves to 129.1 MMboe as at December 31, 2017, assuming post acquisition in Canada.
- Net asset value per share increased by 89 percent during 2017 based on 2P reserves following the acquisition of the Suffield Assets.
- More than tripled best estimate contingent resources to 63.4 MMboe as at December 31, 2017, assuming post acquisition in Canada.
- Completed safely and under budget the drilling of two infill wells in Malaysia with production commencing in January and February 2018.
- Permanent flagging status granted for the Bertam FPSO in Malaysia.
- Approved the drilling of the Keruing prospect in Malaysia in late 2018 (targeting unrisks prospective resources of 7.2 MMboe gross; 5.4 MMboe net)

<sup>1</sup> See definition on page 17 under "Non-IFRS measures"

### Financial Highlights

USD Thousands	Three months ended March 31	
	2018	2017
Revenue	<b>115,162</b>	51,932
Gross profit	<b>37,573</b>	17,670
Net result	<b>26,313</b>	4,461
Operating cash flow <sup>1</sup>	<b>76,060</b>	39,675
EBITDA <sup>1</sup>	<b>65,291</b>	39,387
Net debt <sup>1</sup>	<b>309,184</b>	(20,082)

<sup>1</sup> See definition on page 17 under "Non-IFRS measures".

- Consideration of CAD 449 million paid on closing of the acquisition of the Suffield Assets in Canada on January 5, 2018, net of closing adjustments. A further amount of CAD 12 million will become payable at the end of June 2018, in addition to certain contingent payments which may be payable during 2018 and 2019 based on oil and gas prices.
- In connection with the completion of the Suffield acquisition, IPC entered into an amendment to the existing reserve-based lending credit facility on December 20, 2017 to increase the facility from USD 100 million to USD 200 million and IPC also entered into a CAD 250 million reserve-based lending credit facility and a CAD 60 million second lien facility in Canada.

# Management's Discussion and Analysis

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## OPERATIONS REVIEW

### Business Overview

On April 24, 2018, IPC passed our first anniversary as an independently listed company in Canada and Sweden. Our focus since launching remains unchanged: seeking to deliver operational excellence, demonstrating financial resilience, maximizing the value of our resource base and targeting growth through acquisition.

Our vision and strategy from the outset was to use the IPC platform to build a new international upstream company focused on creating long term value for our shareholders, launched at a favorable time in the industry cycle to acquire and grow a significant resource base. We have made excellent progress during 2017 and into early 2018 on all fronts in delivering on that strategy.

### Delivering Operational Excellence

During the first quarter of 2018, we include for the first time the contribution from our Canadian business. Our corporate and operational teams delivered a safe and seamless transition and integration of the acquired assets from Cenovus Energy Inc. to IPC, with no operational interruptions since the acquisition was completed on January 5, 2018.

All of our assets delivered a good average net production performance of 32,900 boepd, in line with our mid-point CMD guidance and more than triple our fourth quarter 2017 production levels.

Production in Canada of 21,800 boepd during the first quarter of 2018 was in line with our mid-point guidance, notwithstanding the colder than average winter temperatures that temporarily resulted in the curtailment of gas production levels.

A world class uptime performance on the Bertam FPSO in excess of 99 percent continued during the first quarter of 2018 (excluding the planned shutdown for infill drilling operations). Two infill wells commenced production in January and February 2018 respectively. The drilling program was delivered safely and below budget with production in line with pre drill expectations. First quarter production on the Bertam field was 7,800 bopd, three percent ahead of the comparative production for the first quarter of 2017, demonstrating that the infill wells have more than offset the natural decline through 2017. In February 2018 the Malaysian authorities approved the permanent flagging status for the FPSO Bertam.

Production in France and the Netherlands was in line with guidance.

Our operating costs per barrel of oil equivalent for the first quarter were in line with guidance at USD 12.40.

Our full year capital expenditure guidance is being increased from USD 32.2 million to USD 39.4 million to reflect the exploration expenditure associated with drilling the Keruing (formerly I35) prospect in Malaysia.

### Demonstrating Financial resilience

IPC has delivered a robust financial performance during the first quarter of 2018 generating operating cash flow of USD 76 million. This allowed IPC to reduce net debt from USD 355 million post completion of the Canadian acquisition to USD 309 million by the end of the first quarter.

### Maximizing the value of our resource base

Good progress has been made during 2017 in adding value to IPC's resource base. As at end December 2017, IPC's 2P reserves more than quadrupled to 129.1 MMboe (including 2P reserves attributable to the Suffield acquisition in Canada). This includes a reserves replacement ratio of 76 percent for the non-Canadian assets and follows the maturation of contingent resources from the infill drilling program in Malaysia and certain upgrades in France and the Netherlands.

Our net asset value per share increased by 89 percent during the year to USD 9.1 as at end December 2017 from USD 4.8 and is assuming no value is associated with our contingent resources. This compares with a current IPC share price of around SEK 45 per share or USD 5.2, representing a 43 percent discount to the net asset value.

In addition, we reported that our best estimate contingent resources as at end December 2017 have more than tripled to 63.4 MMboe (unrisked), after giving effect to the Suffield acquisition in Canada. Two additional infill locations on the Bertam field in Malaysia have been booked as well as the inclusion of the acquired resources in Canada. We are confident that we have a solid resource base in place to mature that can provide the feedstock to add to reserves and our value in the future.

# Management's Discussion and Analysis

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In Malaysia we have taken the decision to approve additional capital expenditure of USD 6.5 million (net) to drill the Keruing (formerly I35) prospect in late 2018, subject to Petronas approval and rig contracting. Best estimate gross unrisks prospective resources are estimated at 7.2 MMboe gross (5.4 MMboe net). The Keruing prospect is only two kilometres from the Bertam field facilities and would be a high value tie back candidate in the success case. The unrisks prospective resource numbers represent 60 percent of the year end 2P gross reserves for the Bertam field of 12.1 MMboe gross (9.1 MMboe net). Work also continues to mature the next phase of infill drilling for execution in 2019 with two to three drilling candidates identified.

In Canada we are preparing for the launch of the first oil drilling campaign in the Suffield Assets since 2014, with six infill wells expected to be completed by the end of 2018. Work runs in parallel to mature additional oil drilling candidates to extend the program into 2019. On the gas side the immediate focus is on gas optimization efforts to offset natural declines as opposed to new gas drilling and the team is evaluating a wide range of activities over and above those already approved in our 2018 budget that could see additional activity before the year end.

In France our team is focused on maturing the Vert La Gravelle redevelopment and the Villeperdue West development projects following the acquisition of the 3D seismic on the latter in 2017.

## Growth from Acquisition

During the first quarter of 2018, IPC announced the completion of the transformational acquisition of the Suffield and Alderson oil and gas assets in Alberta, Canada. The Suffield and Alderson oil and gas assets are high quality conventional assets that have been operated safely and efficiently for many years. This acquisition fits perfectly with IPC's strategy of leveraging our existing producing asset base as a platform for value accretive acquisitions of long-life, low-decline producing assets in stable jurisdictions with upside development potential.

The transaction was completed on January 5, 2018. The consideration paid on closing, net of closing adjustments, was CAD 449 million. A further payment of CAD 12 million will be paid at the end of June 2018 in addition to certain contingent payments based on oil and gas prices. The acquisition was fully funded from internally generated cash flow and existing and new lending facilities. The acquisition financing package was fully underwritten by BMO Capital Markets.

IPC remains proactive in looking for additional acquisition opportunities that we believe can add long term shareholder value.

## HSE Performance

Health, Safety & Environmental performance (HSE) remains a priority for all operational assets. Our objective is to reduce risk and eliminate hazards to prevent the occurrence of accidents, ill health and environmental damage, as these are essential to the success of our operations. During the reporting period, IPC recorded one low severity Lost Time Incident (LTI) in France and two reportable spills in Canada, both were small volumes which were contained and recovered at the spill location.

## Swedish Listing

IPC is progressing its plans to list its shares on the Nasdaq Stockholm, with listing expected during June 2018, subject to IPC fulfilling all of the requirements of the Nasdaq Stockholm.

# Management's Discussion and Analysis

Three months ended March 31, 2018

## Operations Overview

### Reserves and Resources

The IPC producing assets more than quadrupled to 129.1 MMboe of 2P reserves as at 31 December 2017 (after giving effect to the Suffield acquisition in Canada), compared to 29.4 MMboe of 2P reserves as at 31 December 2016, in each case as certified by independent third party reserves auditors. The reserves life index (RLI) as at 31 December 2017 (after giving effect to the Suffield acquisition in Canada) is approximately 11 years. Best estimate contingent resources as at 31 December 2017 more than tripled to 63.4 MMboe (unrisked), including the resources acquired in Canada and two additional infill drilling locations in the Bertam field in Malaysia.

IPC remains focused on organic growth and is maturing opportunities across all our operated assets. In Canada there is a planned program of oil drilling activities in Q4 2018 which is expected to continue into 2019 and beyond, complemented by gas optimization activities aimed at reducing decline rates. In Malaysia we have just completed a program of 2 infill wells which are now on stream and we expect to drill the Keruing prospect in the latter part of 2018, with a third infill well campaign planned for 2019 execution. In France work continues to mature the Villeperdue and Vert-la-Gravelle opportunities towards sanction and execution.

### Production

Production for the IPC assets during the first quarter of 2018 was in line with guidance at 32.9 Mboepd. Integration of the Canadian assets has delivered a significant increase in production volumes for IPC relative to 2017 levels. In Malaysia the addition of the infill wells has increased production from the field relative to year end 2017 and also Q1 2017. All assets performed strongly through the course of Q1 2018 allowing IPC to meet guidance targets for the quarter. The production during the reporting period with comparatives was comprised as follows:

Production in Mboepd	Three months ended March 31		Year ended December 31
	2018	2017	2017
<b>Crude oil</b>			
Canada	6.4	–	–
Malaysia	7.8	7.6	6.7
France	2.4	2.5	2.4
<b>Total crude oil production</b>	<b>16.6</b>	10.1	<b>9.1</b>
<b>Gas</b>			
Canada	15.4	–	–
Netherlands	0.9	1.4	1.2
<b>Total gas production</b>	<b>16.3</b>	1.4	<b>1.2</b>
<b>Total production</b>	<b>32.9</b>	11.5	<b>10.3</b>
<b>Quantity in MMboe</b>	<b>2.96</b>	1.04	<b>3.76</b>

### CANADA

Production in Mboepd	WI	Three months ended March 31		Year ended December 31
		2018	2017	2017
- Crude Oil	100%	<b>6.4</b>	–	–
- Gas	99.7% <sup>1</sup>	<b>15.4</b>	–	–
Canada		<b>21.8</b>	–	–

<sup>1</sup> On a well count basis.

# Management's Discussion and Analysis

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## Production

Net production from the Canadian assets during the first quarter was slightly ahead of forecast at 21.8 Mboepd due to strong oil production performance, underpinned by 100 percent availability at the 1-27 oil facilities. Gas production was in line with guidance despite the anticipated cold weather which impacted production during Q1 2018. Ambient temperatures on site have risen in the latter part of April leading to an increase in production rates and allowing full access to facilities and wells. Optimization activities on the gas wells which were on hold in February and March have now resumed and we are investigating opportunities to increase activity levels through the course of 2018.

## Organic Growth

A program of drilling and optimization activities was sanctioned by IPC as a part of the operational and capital budgets for 2018 and we remain on track to deliver the programs as planned and shared at our Capital Markets Day in February. Oil drilling in Canada is planned to commence in the fourth quarter of 2018 with six oil locations and is the first drilling activity of the Suffield Assets in over 4 years. The teams in Canada are working to mature locations and opportunities for 2019 and beyond to maintain an oil drilling campaign once the program starts in late 2018. On the gas side there has been minimal activity on development and drilling since 2010 and we are working to identify and high grade the opportunities to start offsetting natural decline rates. Optimization activities have already started in the field with more planned throughout the course of 2018.

## SOUTH EAST ASIA

### Malaysia

Production in Mboepd	WI	Three months ended March 31		Year ended December 31
		2018	2017	2017
Bertam	75%	7.8	7.6	6.7

## Production

Net production from the Bertam field on Block PM307 during the first quarter of 2018 was in line with guidance at 7.8 Mboepd. Reservoir performance for the Bertam field was in line with expectation and facilities uptime for the reporting period was ahead of expectation in excess of 99 percent.

The FPSO Bertam is required to be Malaysian flagged in order to be able to offload crude in Malaysian waters. In February 2018, the Malaysian authorities approved the permanent flag registration for FPSO Bertam.

## Organic Growth

In December 2017, drilling commenced on the A16 well, the first of two sanctioned infill wells on the Bertam field, with production commencing in January 2018. The second well, A17, commenced drilling in January 2018 and was completed and on production in February 2018. The drilling program was executed safely, on schedule and with a total gross capital cost saving of over USD 3 million relative to the original approved budget. Initial performance from both wells is in line with expectation. The post drilling review of the A16 and A17 wells and the integration of the seismic results has identified further potential in the Bertam field and the teams are working to mature the next phase of infill drilling at Bertam, which we are planning to execute through the course of 2019.

The Keruing prospect, previously known as I-35, has been re-mapped and re-evaluated following reprocessing of the 3D seismic dataset in 2017. The work reveals the potential for a stratigraphically trapped oil accumulation in the Tertiary I-35 sand at approximately 1150 metres depth which is 450 metres shallower than the Bertam reservoir. The target I-35 sand has been penetrated off structure by several wells during the Bertam development confirming the presence of high quality sands. There is a structural component of the trap leaving potential for a commercial discovery even if the stratigraphic trap mechanism fails. The expected oil type is light oil similar to the oil present in the Bertam field.

The Keruing well is planned to be spudded late in 2018 subject to approvals from Petronas and partners and subject to rig availability and contracting. The capital cost is expected to be USD 6.5 million net. The development solution in the success case is expected to be a tie-back to the Bertam FPSO and utilization of the existing facilities, leading to a high value project.

## Exploration Blocks

During the fourth quarter of 2017, the Group notified Petronas and partner Petronas Carigali of its intention to withdraw from the PM328 exploration block. Final approval of the withdrawal was granted in February 2018.

No commitments are outstanding on any blocks in Malaysia.

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## CONTINENTAL EUROPE

Production in Mboepd	WI	Three months ended March 31		Year ended December 31
		2018	2017	2017
France				
- Paris Basin	100% <sup>1</sup>	2.0	2.1	2.0
- Aquitaine	50%	0.4	0.4	0.4
Netherlands	Various	0.9	1.4	1.2
		<b>3.3</b>	3.9	3.6

<sup>1</sup> Except for the working interest in the Dommartin Lettree field of 43 percent.

### France

Net production in France during the first quarter of 2018 was above forecast at 2.4 Mboepd.

### Organic Growth

IPC recognizes significant development upside in the Paris Basin. In parallel with maturing the contingent resources, IPC has been actively working on optimizing the Vert La Gravelle project which is already reflected in the 2P reserves base.

The Vert La Gravelle redevelopment project passed the concept selection milestone in December 2017 and efforts are now focusing on refining the drilling and completion design and preparation of the final investment proposal. Final investment decision is expected before year end 2018, aligning the field development sanction decision with the evaluation of the Villeperdue West redevelopment project where there are potential operational synergies.

### The Netherlands

Net production from the Netherlands fields during the first quarter of 2018 was slightly below forecast at 0.9 Mboepd due to lower than expected production from the onshore Slootdorp and Gorredijk fields. The reduced production from the Gorredijk field is due to third party gas utilizing shared infrastructure. The Gorredijk gas is expected to be recovered at a later date and IPC is receiving a compensation tariff for the backed out volumes minimizing the impact to revenues.

Offshore, the E17 field development well planned for second half of 2018 has been delayed until 2019 due to the existing wells producing ahead of expectation.

# Management's Discussion and Analysis

## Three months ended March 31, 2018

### FINANCIAL REVIEW

#### Financial Results

##### *Selected Financial Information*

Selected consolidated statement of operations is as follows:

USD Thousands	Q1 2018	Q4 2017	Q3 2017	Q2 2017	Q1 2017	Q4 2016	Q3 2016	Q2 2016
Revenue	<b>115,162</b>	54,647	47,926	48,496	51,932	59,592	48,498	55,568
Gross profit/(loss)	<b>37,573</b>	13,471	7,256	10,361	17,670	(114,600)	9,631	16,029
Net result	<b>26,313</b>	8,977	2,172	7,113	4,461	(76,097)	4,522	26,954
Earnings/(loss) per share – USD <sup>1</sup>	<b>0.30</b>	0.10	0.02	0.07	0.04	(0.67)	0.04	0.24
Earnings/(loss) per share fully diluted – USD <sup>1</sup>	<b>0.30</b>	0.10	0.02	0.07	0.04	(0.67)	0.04	0.24
Operating cash flow <sup>2</sup>	<b>76,060</b>	37,156	28,893	32,643	39,675	42,083	38,911	42,745
EBITDA <sup>2</sup>	<b>65,291</b>	33,383	26,440	30,049	39,387	41,126	38,439	43,005
Net debt <sup>2</sup>	<b>309,184</b>	26,321	47,241	35,348	(20,082)	(13,410)	(8,443)	(19,235)

<sup>1</sup> For comparative purposes, the Corporation's common shares issued under the Spin-Off, have been assumed to be outstanding as of the beginning of each period prior to the Spin-Off.

<sup>2</sup> See definition on page 17 under "Non-IFRS measures".

Summarized consolidated balance sheet information is as follows:

USD Thousands	March 31, 2018	December 31, 2017
Non-current assets	885,459	455,235
Current assets	116,504	134,476
<b>Total assets</b>	<b>1,001,963</b>	589,711
Total non-current liabilities	578,163	219,097
Current liabilities	89,407	63,672
<b>Total liabilities</b>	<b>667,570</b>	282,769
<b>Net assets</b>	<b>334,393</b>	306,942
<b>Working capital (including cash)</b>	<b>27,097</b>	70,804

# Management's Discussion and Analysis

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## Segment Information

The Group operates within several geographical areas. Operating segments are reported at country level which is consistent with the internal reporting provided to IPC management. The following tables present certain segment information.

USD Thousands	Three months ended – March 31, 2018					Total
	Canada	Malaysia	France	Netherlands	Other	
Crude oil	27,014	43,686	20,550	23	–	<b>91,273</b>
NGLs	84	–	–	119	–	<b>203</b>
Gas	17,201	–	–	3,401	–	<b>20,602</b>
<b>Net sales of oil and gas</b>	<b>44,299</b>	<b>43,686</b>	<b>20,550</b>	<b>3,543</b>	–	<b>112,078</b>
Change in under/over lift position	–	–	(41)	12	–	<b>(29)</b>
Royalties	(1,706)	–	–	–	–	<b>(1,706)</b>
Other operating revenue	208	3,825	278	387	121	<b>4,819</b>
<b>Revenue</b>	<b>42,801</b>	<b>47,511</b>	<b>20,787</b>	<b>3,942</b>	<b>121</b>	<b>115,162</b>
Production costs	(28,514)	(5,340)	(10,713)	(1,731)	–	<b>(46,298)</b>
Depletion	(10,025)	(9,089)	(3,292)	(756)	–	<b>(23,162)</b>
Depreciation of other assets	–	(7,960)	–	–	–	<b>(7,960)</b>
Exploration and business development costs	–	(165)	–	–	(4)	<b>(169)</b>
<b>Gross profit/(loss)</b>	<b>4,262</b>	<b>24,957</b>	<b>6,782</b>	<b>1,455</b>	<b>117</b>	<b>37,573</b>

USD Thousands	Three months ended – March 31, 2017					Total
	Malaysia	France	Netherlands	Other		
Crude oil	25,654	17,236	25	–	42,915	
NGLs	–	–	102	–	102	
Gas	–	–	4,584	–	4,584	
<b>Net sales of oil and gas</b>	<b>25,654</b>	<b>17,236</b>	<b>4,711</b>	–	<b>47,601</b>	
Change in under/over lift position	–	(89)	(216)	–	(305)	
Other operating revenue	3,718	273	439	206	4,636	
<b>Revenue</b>	<b>29,372</b>	<b>17,420</b>	<b>4,934</b>	<b>206</b>	<b>51,932</b>	
Production costs	(849)	(9,389)	(1,623)	–	(11,861)	
Depletion	(9,585)	(3,516)	(1,403)	–	(14,504)	
Depreciation of other assets	(7,760)	–	–	–	(7,760)	
Exploration and business development costs	(117)	(20)	–	–	(137)	
<b>Gross profit/(loss)</b>	<b>11,061</b>	<b>4,595</b>	<b>1,908</b>	<b>206</b>	<b>17,670</b>	

# Management's Discussion and Analysis

Three months ended March 31, 2018

## Three months ended March 31, 2018 Review

### Revenue

Reported revenue amounted to USD 115,162 thousand for Q1 2018 compared to USD 51,932 thousand for Q1 2017 and is analyzed as follows:

USD Thousands	Three months ended March 31	
	2018	2017
Crude oil sales	91,273	42,915
Gas and NGL sales	20,805	4,686
Change in under/overlift position	(29)	(305)
Royalties	(1,706)	–
Other operating revenue	4,819	4,636
<b>Total revenue</b>	<b>115,162</b>	<b>51,932</b>

The components of revenue for Q1 2018 and Q1 2017 are detailed below:

### Crude oil sales

	Three months ended – March 31, 2018				
	Canada	Malaysia	France	Netherlands	Total
<b>Crude oil sales</b>					
- Revenue in USD thousands	27,014	43,686	20,550	23	91,273
- Quantity sold in bbls	673,153	619,244	310,971	392	1,603,760
- Average price realized USD per bbl	40.13	70.55	66.08	58.38	56.91

	Three months ended – March 31, 2017			
	Malaysia	France	Netherlands	Total
<b>Crude oil sales</b>				
- Revenue in USD thousands	25,654	17,236	25	42,915
- Quantity sold in bbls	446,870	334,644	540	782,054
- Average price realized USD per bbl	57.41	51.51	45.91	54.87

Crude oil revenue was 113 percent higher for Q1 2018 compared to Q1 2017 mainly due to the contribution of Suffield, Canada from January 5, 2018, an additional cargo lifted in Malaysia and an increase in the underlying oil price.

The crude oil in Canada is blended with purchased condensate diluent volumes to meet pipeline specifications before being sent to the refineries. As a result of the blended volumes, actual sales volumes are 17 percent higher than produced volumes for Canada. The Canadian realized sales price is based on the Western Canadian Select ("WCS") price which is traded at a discount to West Texas Intermediate ("WTI"). WTI averaged USD 63/bbl and the average discount to WCS was approximately USD 24/bbl for Q1 2018.

The realized sales price for Malaysia and France is based on Dated Brent crude oil prices and the average Dated Brent crude oil price was USD 67/bbl for Q1 2018 compared to USD 54/bbl for the comparative period. There were three cargoes sold in Malaysia during Q1 2018 compared to two cargoes in Q1 2017. In addition, there was a cargo lifting in Aquitaine, France of 134 mbbbls in Q1 2018 compared to a 142 mbbbls lifting in Q1 2017. There are no more Aquitaine liftings forecast for the remainder of 2018.

# Management's Discussion and Analysis

Three months ended March 31, 2018

## Gas and NGL sales

	Three months ended – March 31, 2018				
	Canada	Malaysia	France	Netherlands	Total
<b>Gas and NGL sales</b>					
- Revenue in USD thousands	17,285	–	–	3,520	<b>20,805</b>
- Quantity sold in Mcf	8,076,660	–	–	490,130	<b>8,566,790</b>
- Average price realized USD per Mcf	2.14	–	–	7.18	<b>2.43</b>

	Three months ended – March 31, 2017			
	Malaysia	France	Netherlands	Total
<b>Gas and NGL sales</b>				
- Revenue in USD thousands	–	–	4,686	4,686
- Quantity sold in Mcf	–	–	817,082	817,082
- Average price realized USD per Mcf	–	–	5.73	5.73

Gas and NGL sales revenue was 344 percent higher for Q1 2018 compared to Q1 2017 mainly due to the contribution of Suffield, Canada from January 5, 2018. Over 90 percent of the Suffield gas production is sold on the Alberta/Saskatchewan border at Empress with the remainder being delivered to Alberta based on AECO pricing. At Empress, the realized price of the gas is at a premium over AECO pricing.

Dutch gas volumes sold in Q1 2018 are 25 percent lower than the comparative period due to the naturally declining production, but this has been partly offset by a 25 percent higher realized gas price.

## Other operating revenue

Other operating revenue amounted to USD 4,819 thousand for Q1 2018 compared to USD 4,636 thousand for Q1 2017. Other operating revenue mainly represents third party lease fee income received by the Group for the leasing of the owned FPSO Bertam facility to the Bertam field in Malaysia.

## Production costs

Production costs including inventory movements amounted to USD 46,298 thousand for Q1 2018 compared to USD 11,861 thousand for Q1 2017 and is analyzed as follows:

USD Thousands	Three months ended – March 31, 2018					
	Canada	Malaysia	France	Netherlands	Other <sup>5</sup>	Total
<b>Operating costs<sup>1</sup></b>	21,894	16,948	7,677	1,731	(11,475)	<b>36,775</b>
USD/boe <sup>2</sup>	11.15	24.13	35.66	21.02	n/a	<b>12.40</b>
<b>Cost of blending<sup>3</sup></b>	6,907	–	–	–	–	<b>6,907</b>
<b>Change in inventory position</b>	(287)	(133)	3,036	–	–	<b>2,616</b>
<b>Production costs</b>	<b>28,514</b>	<b>16,815</b>	<b>10,713</b>	<b>1,731</b>	<b>(11,475)</b>	<b>46,298</b>

# Management's Discussion and Analysis

Three months ended March 31, 2018

USD Thousands	Three months ended – March 31, 2017				
	Malaysia	France	Netherlands	Other <sup>4</sup>	Total
<b>Operating costs<sup>1</sup></b>	17,084	5,546	1,623	(11,475)	12,778
USD/boe <sup>2</sup>	25.01	24.96	12.42	n/a	12.33
<b>Change in inventory position</b>	(4,760)	3,843	–	–	(917)
<b>Production Costs</b>	12,324	9,389	1,623	(11,475)	11,861

<sup>1</sup> See definition on page 17 under "Non-IFRS measures".

<sup>2</sup> USD/boe in the tables above is calculated by dividing the cost by the production volume for each country for the period.

<sup>3</sup> Cost of blending represents the contracted purchase of diluent used for blending net of proceeds from the sale of surplus diluent.

<sup>4</sup> Included in the Malaysia production costs is the lease cost for the FPSO Bertam which is owned by the Group. Other represents the FPSO Bertam lease fee self-to-self payment elimination. Netting the self-to-self elimination against the operating costs in Malaysia reduces the operating cost per boe to USD 7.79 and USD 8.21 for Malaysia for Q1 2018 and Q1 2017 respectively.

## Operating costs

Operating costs amounted to USD 36,775 thousand for Q1 2018 compared to USD 12,778 thousand for Q1 2017. The increase in operating costs is mainly due to the contribution of Suffield, Canada from January 5, 2018 and is in line with forecast. Operating costs per boe amounted to USD 12.40/boe in Q1 2018 compared to USD 12.33/boe in Q1 2017 with Canada for Q1 2018 costing USD 11.15/boe. The French operating costs in Q1 2018 increased by 38 percent compared to the prior quarter as a result of the increased production taxes due to tax legislation changes made in Q4 2017, cost phasing and the stronger US Dollar against the Euro.

## Cost of blending

In Canada, the oil from the Suffield Assets is blended with purchased condensate diluent to meet pipeline specifications. The cost of the diluent net of proceeds from the sale of surplus diluent for Q1 2018 amounted to USD 6,907 thousand. As a result of the blending, actual sales volumes are higher than produced barrels – see Crude Oil Sales section above.

## Change in inventory position

The Bertam field in Malaysia is located offshore and production is lifted and sold from the FPSO Bertam when a cargo parcel size is reached. Accordingly, the timing of a lifting varies based on the inventory level on the FPSO facility and the change in inventory position varies, both positively and negatively, from period to period. The inventory is valued at the lower of cost (including depletion) and market value and the difference in the valuation between period ends is reflected in the change in inventory position in the income statement. In the Aquitaine Basin, France, there was a cargo lifting in both Q1 2018 and Q1 2017 and due to the relatively low level of production from the Aquitaine fields, there are no further liftings forecast in 2018.

## Depletion and decommissioning costs

The total depletion and decommissioning costs amounted to USD 23,162 thousand for Q1 2018 compared to USD 14,504 thousand for Q1 2017, with the inclusion of a USD 10,025 thousand depletion charge for Q1 2018 relating to the Suffield asset. The depletion charge per country is analyzed in the following tables:

	Three months ended – March 31, 2018				
	Canada	Malaysia	France	Netherlands	Total
Depletion in USD thousands	10,025	9,089	3,292	756	<b>23,162</b>
Depletion USD per boe	5.10	12.94	15.30	9.18	<b>7.81</b>

	Three months ended – March 31, 2017			
	Malaysia	France	Netherlands	Total
Depletion in USD thousands	9,585	3,516	1,403	14,504
Depletion USD per boe	14.03	15.83	10.74	14.00

# Management's Discussion and Analysis

Three months ended March 31, 2018

Following the allocation of the purchase price for the Suffield asset, the depletion rate for Canada is calculated at USD 5.10/boe. The depletion rates for 2018 have been calculated following the 2017 year end reserves revisions. The depletion charge is derived by applying the depletion rate per boe to the volumes produced in the period by each field.

## Depreciation of other assets

The total depreciation of other assets amounted to USD 7,960 thousand for Q1 2018 compared to USD 7,760 thousand for Q1 2017. This related to the depreciation of the FPSO Bertam, which is being depreciated on a straight line basis over the six year lease period on the Bertam field from April 2015.

## Exploration and business development costs

Total expensed exploration and business development costs amounted to USD 169 thousand for Q1 2018 compared to USD 137 thousand for Q1 2017. Exploration and business development costs are capitalized as they are incurred and expensed when their recoverability is determined highly uncertain (for example, an unsuccessful exploration well is drilled).

## General, administrative and depreciation expenses

General, administrative and depreciation expenses amounted to USD 3,734 thousand for Q1 2018 compared to USD 926 thousand for Q1 2017. Up until the Spin-Off date, the general administrative and depreciation expenses are a carve out from Lundin Petroleum's financial statements and are not representative of the general, administrative and depreciation expenses associated with the Group's corporate structure post Spin-Off.

## Net financial items

Net financial items for Q1 2018 amounted to USD 9,153 thousand compared to USD 10,951 thousand for Q1 2017. Included in the amount for Q1 2018 is interest expense on the external loan facilities which were drawn to fund the Suffield acquisition at the beginning of January and a net foreign exchange loss of USD 1,419 thousand mainly resulting from the revaluation of intra-group loan funding balances held by a subsidiary with a functional currency of Euro. In addition, the unwinding of the discount rate on the asset retirement obligations amounted to a non-cash charge of USD 2,388 thousand for Q1 2018 compared to USD 854 thousand for Q1 2017. The increase is largely due to the unwinding of the discounting on the Suffield asset retirement obligation included on January 5, 2018. The net financial items for Q1 2017 consisted of a non-cash net foreign exchange loss of USD 10,063 thousand mainly resulting from the revaluation of intercompany loans prior to the reorganization and Spin-Off.

## Income tax

The corporate income tax credit for Q1 2018 amounted to USD 1,627 thousand compared to a charge of USD 1,332 thousand for Q1 2017. There was a current tax credit of USD 7,196 thousand in Q1 2018 compared to a USD 396 thousand charge in the comparative period and largely related to a non-recurring Dutch petroleum tax refund relating to historical intragroup charges and an industry change in the calculation of the present value of the asset retirement obligation. The deferred tax charge for Q1 2018 amounted to USD 5,569 thousand compared to USD 936 thousand for the comparative period which included a deferred tax charge relating to the Suffield Purchase Price Allocation.

## Capital Expenditure

Development and exploration and evaluation expenditure incurred in Q1 2018 was as follows:

USD Thousands	Canada	Malaysia	France	Netherlands	Total
Development	730	12,356	1,014	168	<b>14,268</b>
Exploration and evaluation	–	429	185	59	<b>673</b>
	730	12,785	1,199	227	<b>14,941</b>

Capital expenditure is in line with forecast and the development expenditure in Malaysia mainly relates to the drilling of the second infill well on the Bertam field. The two drilling campaign started in December 2017 and was completed under budget in Q1 2018.

# Management's Discussion and Analysis

Three months ended March 31, 2018

## Other tangible fixed assets

Other tangible fixed assets amounted to USD 116,061 thousand as at March 31, 2018, which included USD 113,868 thousand in respect of the FPSO Bertam. The FPSO Bertam is being depreciated on a straight line basis over the six year lease period on the Bertam field from April 2015.

## Acquisition of the Suffield Assets

On January 5, 2018, IPC completed the acquisition of the Suffield assets from Cenovus Energy Inc. The total consideration, after preliminary closing adjustments and including deferred and estimated contingent consideration, amounted to USD 378,567 thousand. The purchase price was allocated, on a preliminary basis, as follows:

USD Thousands	
Property, Plant and Equipment, net	456,335
Deferred tax liabilities	(2,682)
Abandonment retirement obligation	(75,086)
<b>Net assets acquired</b>	<b>378,567</b>

There was no goodwill or negative goodwill recorded on the acquisition.

The amounts disclosed above were determined provisionally pending the finalization of the valuation for those assets and liabilities. Up to twelve months from the effective date of the acquisition, further adjustments may be made to the fair values assigned to the identifiable assets acquired and liabilities assumed, as well as to the fair value of the consideration transferred.

## Financial Position and Liquidity

### Financing

On April 20 2017, the Group entered into a 2.25-year senior secured USD 100 million reserve-based lending credit facility, which was used to fund the offer to purchase common shares of IPC announced on April 24, 2017.

The credit facility was initially drawn for USD 80.0 million on May 31, 2017 to partly fund the share purchase offer made to all shareholders totaling USD 90.6 million and the balance was paid from Group's available cash.

In connection with the completion of the Suffield acquisition, the Group entered into an amendment to the existing reserve-based lending credit facility on December 20, 2017 to increase such facility from USD 100 million to USD 200 million and to extend the maturity to end June 2022. Concurrently, IPC Alberta Ltd entered into a CAD 250 million reserve-based lending credit facility and a CAD 60 million second lien facility in Canada on January 5, 2018.

On January 5, 2018, following completion of the Suffield acquisition, the Group had net debt of approximately USD 355 million which was mostly used to pay the Suffield acquisition price of CAD 449 million (net of closing adjustments and including a CAD 40 million deposit).

During Q1 2018, after all operations related costs and capital expenditure, mostly in Malaysia, free cash flows was dedicated to debt repayment, leading to net debt of USD 309 million at the end of March 2018.

Subsequent to March 31, 2018, the Group is continuing to deleverage and has repaid CAD 45 million of the Canadian second lien loan facility by drawing under the International reserve-based lending credit facility. This will result in a lower average cost of capital for the Group going forward.

The Group's free cash flows going forward are planned to continue to be used to repay outstanding debts, with a view to lowering the Group's average cost of capital. The Group is in full compliance with the covenants under the credit facilities, which are customary for the size and nature of such facilities.

Cash and cash equivalents held amounted to USD 28.2 million as at March 31, 2018. The Corporation holds cash to meet imminent operational funding requirements in the different countries.

Pursuant to the IPC spin off from Lundin Petroleum, effective January 1, 2017, IPC owed working capital in favour of Lundin Petroleum. USD 31.4 million of the working capital adjustment was paid back to Lundin Petroleum in 2017. The final settlement is expected on December 31, 2018 and amounts to USD 23.5 million

# Management's Discussion and Analysis

Three months ended March 31, 2018

## Working Capital

As at March 31, 2018, the Group had a net working capital balance including cash of USD 27,097 thousand compared to USD 70,804 thousand as at December 31, 2017. The main movement in working capital during Q1 2018 is the allocation of the deposit in relation to the Suffield acquisition of USD 31,898 thousand to the purchase price. The amounts are derived from the balance sheet and the change in working capital differs to the amount stated in the statement of cash flow due to the inclusion of the cash balances and the non-cash foreign exchange differences arising on the revaluation of the balances held in subsidiaries with a different functional currency to the Group's presentational currency.

## Non-IFRS Measures

In addition to using financial measures prescribed under IFRS, references are made in this MD&A to "operating cash flow", "EBITDA", "operating costs" and "net debt", which are non-IFRS measures. Non-IFRS measures do not have any standardized meaning prescribed by IFRS and are therefore unlikely to be comparable to similar measures presented by other public companies. Non-IFRS measures should not be considered in isolation or as a substitute for measures prepared in accordance with IFRS.

The Corporation uses non-IFRS measures to provide investors with supplemental measures. Management also uses non-IFRS measures internally in order to facilitate operating performance comparisons from period to period, prepare annual operating budgets and assess the Group's ability to meet its future capital expenditure and working capital requirements. Management believes these non-IFRS measures are important supplemental measures of operating performance because they highlight trends in the core business that may not otherwise be apparent when relying solely on IFRS financial measures. Management believes such measures allow for assessment of the Group's operating performance and financial condition on a basis that is more consistent and comparable between reporting periods. The Corporation also believes that securities analysts, investors and other interested parties frequently use non-IFRS measures in the evaluation of public companies. Forward-looking statements are provided for the purpose of presenting information about management's current expectations and plans relating to the future and readers are cautioned that such statements may not be appropriate for other purposes.

"Operating cash flow" is calculated as revenue less production costs less current tax. Operating cash flow is used to analyze the amount of cash that is being generated available for capital investment and servicing debt.

"EBITDA" is calculated as net result before financial items, taxes, depletion of oil and gas properties, exploration costs, impairment costs and depreciation and adjusted for non-recurring profit/loss on sale of assets and other income.

"Operating cost" is calculated as production costs excluding any change in the inventory position and the cost of blending and is used to analyze the cash cost of producing the oil and gas volumes.

"Net debt" is calculated as bank loans less cash and cash equivalents. "Net cash" is cash and cash equivalents less bank loans.

## Reconciliation of Non-IFRS Measures

### Operating cash flow

The following table sets out how operating cash flow is calculated from figures shown in the consolidated financial statements:

USD Thousands	Three months ended March 31	
	2018	2017
Revenue	<b>115,162</b>	51,932
Production costs	<b>(46,298)</b>	(11,861)
Current tax	<b>7,196</b>	(396)
Operating cash flow	<b>76,060</b>	39,675

## Management's Discussion and Analysis

Three months ended March 31, 2018

### EBITDA

The following table sets out the reconciliation from net result from the face of the consolidated statement of operations to EBITDA:

USD Thousands	Three months ended March 31	
	2018	2017
Net result	<b>26,313</b>	4,461
Net financial items	<b>9,153</b>	10,951
Income tax	<b>(1,627)</b>	1,332
Depletion	<b>23,162</b>	14,504
Depreciation of other assets	<b>7,960</b>	7,760
Exploration and business development costs	<b>169</b>	137
Depreciation included in general, administration and depreciation expenses <sup>1</sup>	<b>161</b>	242
<b>EBITDA</b>	<b>65,291</b>	39,387

<sup>1</sup> Item is not shown in the consolidated financial statements.

### Operating costs

The following table sets out how operating costs is calculated from figures shown in the consolidated financial statements:

USD Thousands	Three months ended March 31	
	2018	2017
Production costs	<b>46,298</b>	11,861
Cost of blending <sup>1</sup>	<b>(6,907)</b>	–
Change in inventory position	<b>(2,616)</b>	917
<b>Operating costs</b>	<b>36,775</b>	12,778

<sup>1</sup> Item is not shown in the consolidated financial statements. See production costs section above.

### Net debt

The following table sets out how operating cash flow is calculated from figures shown in the consolidated financial statements:

USD Thousands	March 31, 2018	December 31, 2017
Bank loans	<b>337,358</b>	<b>60,000</b>
Cash and cash equivalents	<b>(28,174)</b>	<b>(33,679)</b>
<b>Net debt</b>	<b>309,184</b>	<b>26,321</b>

# Management's Discussion and Analysis

Three months ended March 31, 2018

## Off-Balance Sheet Arrangements

As at March 31, 2018 IPC, through its subsidiary IPC Malaysia BV, had issued bank guarantees to the customs authorities for an amount of USD 941 thousand.

## Outstanding Share Data

The common shares of IPC started trading on both the Toronto Stock Exchange and the Nasdaq First North in Stockholm on April 24, 2017 with a total of 113,462,148 common shares issued and outstanding. As part of the share purchase offer by a subsidiary of IPC announced following listing, 25,540,302 common shares were tendered (including the 22,805,892 common shares owned by Statoil) and, as part of a subsequent internal reorganization, these shares were subsequently cancelled. The total number of common shares issued and outstanding in IPC is now 87,921,846.

Nemesia S.à.r.l., an investment company wholly owned by a Lundin family trust, owns 29,062,512 common shares in IPC. In addition, an investment company wholly owned by a trust whose settlor is Ian H. Lundin, owns a further 3,517,326 common shares.

In addition, IPC has 117,485,389 outstanding class A preferred shares, issued as a part of an internal corporate structuring to a wholly-owned subsidiary of IPC. Such preferred shares are not listed on any stock exchange and do not carry the right to vote on matters to be decided by the holders of IPC's common shares.

IPC has 1,846,600 stock options and 1,301,711 IPC transitional PSP and RSP awards granted in connection with the Spin-off, outstanding as of the date of this report.

## Contractual Obligations and Commitments

As part of the acquisition of the Suffield Assets, IPC is required to make a deferred consideration payment to Cenovus Energy Inc. of CAD 12 million before 29 June 2018. IPC may also be required to pay Cenovus Energy Inc. additional cash consideration dependent upon the future prices of oil and natural gas for each month between January 2018 and December 2019. The potential undiscounted amount of all future payments that the Group could be required to pay is up to CAD 36 million as at January 5, 2018. An estimated contingent consideration of USD 7,250 thousand as at January 5, 2018 has been reflected in the Financial Statements. The Group paid an amount of CAD 750 thousand for January and February 2018 in Q1 2018 as contingent consideration related to the price of oil. For March 2018, the Group has accrued an amount of CAD 375 thousand related to the price of oil. No amounts have been paid or accrued in respect of the price of natural gas.

IPC has an obligation to make payments towards historic costs on Block PM307 in Malaysia payable on the Bertam field for every 1 MMboe gross that the field produces above 10 MMboe gross. The estimated liability based on current 2P reserves has been provided for in the Group's Balance Sheet – see Note 17 Provisions of the Financial Statements.

The Bertam field (IPC working interest of 75 percent) has leased the FPSO Bertam from another Group company for an initial period of six years commencing April 2015.

IPC has a residual liability for working capital owed to Lundin Petroleum AB – see Transactions with Related Parties section below.

## Critical Accounting Policies and Estimates

In connection with the preparation of the Corporation's interim condensed consolidated financial statements, management has made assumptions and estimates about future events and applied judgments that affect the reported values of assets, liabilities, revenues, expenses and related disclosures. These assumptions, estimates and judgments are based on historical experience, current trends and other factors that they believe to be relevant at the time the financial statements are prepared. The management reviews the accounting policies, assumptions, estimates and judgments to ensure that the financial statements are presented fairly in accordance with IFRS. However, because future events and their effects cannot be determined with certainty, actual results could differ from these assumptions and estimates, and such differences could be material.

# Management's Discussion and Analysis

Three months ended March 31, 2018

## Transactions with Related Parties

### Transactions with corporate entities

As at the date of the Spin-Off, the Group had a residual liability for working capital owed to Lundin Petroleum AB of USD 27,429 thousand which has been reduced to USD 23,513 thousand as at March 31, 2018. Instalments of this amount bear interest at 3.5 percent from the date of an original repayment schedule. This amount is reflected as a current liability as it is due before the end of December 2018. Expensed interest of USD 53 thousand is included in Q1 2018 interim condensed consolidated financial statements related to this liability.

Lundin Petroleum has charged the Group USD 189 thousand in respect of office space rental and USD 325 thousand in respect of shared services provided in Q1 2018. IPC has charged Lundin Petroleum USD 88 thousand in respect of consultancy fees in Q1 2018.

All transactions with related parties are carried out as part of the Group's normal course of business and are made on an arm's length basis.

## Financial Risk Management

As an international oil and gas exploration and production company, IPC is exposed to financial risks such as interest rate risk, currency risk, credit risk, liquidity risks as well as the risk related to the fluctuation in the oil price. The Group seeks to control these risks through sound management practice and the use of internationally accepted financial instruments, such as oil and gas price, interest rate or foreign exchange hedges as the case may be. Financial instruments will be solely used for the purpose of managing risks in the business. As at March 31, 2018, the Corporation had no outstanding financial instruments but has since entered into gas price hedges in accordance with the Canadian reserve-based lending facility.

Management believes that the cash resources, other current assets and cash flow from operations are sufficient to finance the Group's operations and capital expenditures program over the next year.

### Capital Management

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern and to meet its committed financial liabilities and work program requirements in order to create shareholder value. The Group may put in place new credit facilities, repay debt, or pursue other such restructuring activities as appropriate.

Management of the Corporation will continuously monitor and manage the Group's capital, liquidity and net debt position in order to assess the requirement for changes to the capital structure to meet the objectives and to maintain flexibility.

### Price of Oil and Gas

Prices of oil and gas are affected by the normal economic drivers of supply and demand as well as by financial investors and market uncertainty. Factors that influence these prices include operational decisions, prices of competing fuels, natural disasters, economic conditions, transportation constraints, political instability or conflicts or actions by major oil exporting countries. Price fluctuations will affect the Group's financial position.

Based on analysis of the circumstances, the management assesses the benefits of forward hedging monthly sales contracts for the purpose of protecting cash flow. If management believes that a hedging contract will appropriately help manage cash flow then it may choose to enter into a commodity price hedge. In addition, it is a requirement of the Canadian reserve-based lending facility that IPC enter gas pricing hedges for a minimum of 40 percent of forecast gas production for 2018 and a minimum of 25 percent of forecast gas production for 2019. These hedges are currently being put in place – see Note 22 Subsequent Events of the Financial Statements.

### Currency Risk

The Group's policy on currency rate hedging is, in the case of currency exposure, to consider fixing the rate of exchange. The Group will take into account the currency exposure, current rates of exchange and market expectations in comparison to historic trends and volatility in making the decision to hedge.

### Interest Rate Risk

Interest rate risk is the risk to earnings due to uncertain future interest rates on borrowings. The Group will take into account the level of external debt, current interest rates and market expectations in comparison to historic trends and volatility in making the decision to hedge.

### Credit Risk

The Group may be exposed to third party credit risk through contractual arrangements with counterparties who buy the Group's hydrocarbon products. The Group's policy is to limit credit risk by only entering into oil and gas sales agreements with reputable and creditworthy oil and gas and trading companies. Where it is determined that there is a credit risk for oil and gas sales, the Group's policy is to require credit enhancement from the purchaser.

# Management's Discussion and Analysis

Three months ended March 31, 2018

The Group's policy on joint venture parties is to rely on the provisions of the underlying joint operating agreements to take possession of the licence or the joint venture partner's share of production for non-payment of cash calls or other amounts due. In addition, cash is to be held and transacted only through major banks.

## RISK AND UNCERTAINTIES

IPC is engaged in the exploration, development and production of oil and gas and its operations are subject to various risks and uncertainties which include but are not limited to those listed below. The risks and uncertainties below are not the only ones that the Group faces. Additional risks and uncertainties not presently known to the Group or that the Group currently considers immaterial may also impair the business and operations of the Group and cause the price of the IPC's shares to decline. If any of the following risks actually occur, the Group's business may be harmed and the financial condition and results of operations may suffer significantly.

### Non Financial Risks

**Exploration, Development and Production Risks:** Oil and natural gas operations involve many risks that even a combination of experience, knowledge and careful evaluation may not be able to overcome. The long-term commercial success of the Group depends on its ability to find, acquire, develop and commercially produce oil and natural gas reserves. Without the continual addition of new reserves, any existing reserves associated with the Group's oil and gas assets at any particular time, and the production therefrom, will decline over time as such existing reserves are exploited. There is a risk that additional commercial quantities of oil and natural gas will not be discovered or acquired by the Group. Production delays and declines from normal field operating conditions cannot be eliminated and can be expected to adversely affect revenue and cash flow levels to varying degrees.

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

Oil and natural gas exploration, development and production operations are subject to all the risks and hazards typically associated with such operations, including hazards such as fire, explosion, blowouts, cratering, sour gas releases and spills, each of which could result in substantial damage to oil and natural gas wells, production facilities, other property and the environment or personal injury. In accordance with industry practice, the Group will not fully insure against all of these risks, nor are all such risks insurable. The Group maintains liability insurance in an amount that it considers consistent with industry practice. Due to the nature of these risks, however, there is a risk that such liabilities could exceed policy limits, in which event the Group could incur significant costs.

**Volatility in Oil and Gas Commodity Prices:** The marketability and price of oil and natural gas that may be acquired or discovered by the Corporation is and will continue to be affected by numerous factors beyond its control. The Corporation's ability to market its oil and natural gas may depend upon its ability to acquire space on pipelines that deliver oil and natural gas to commercial markets. The Corporation may also be affected by deliverability uncertainties related to the proximity of its reserves to pipelines and processing and storage facilities and operational problems affecting such pipelines and facilities as well as extensive government regulation relating to price, taxes, royalties, land tenure, allowable production, the export of oil and natural gas and many other aspects of the oil and natural gas business.

Prices for oil and gas are subject to large fluctuations in response to relatively minor changes in the supply of and demand for oil and gas, market uncertainty and a variety of additional factors beyond the control of the Corporation. These factors include economic conditions in Europe, Asia, the United States, Canada and elsewhere, the actions of OPEC, governmental regulation, political instability in the Middle East and elsewhere, the foreign supply of oil and gas, risks of supply disruption, the price of foreign imports, the availability of alternative fuel sources and the potential for increased supply of oil and gas for unconventional shale oil and shale gas and other services.

Oil and natural gas prices have fluctuated widely during recent years and may continue to be volatile in the future. Any substantial and extended decline in the price of oil and gas would have an adverse effect on the carrying value of the reserves and resources, borrowing capacity, revenues, profitability and cash flows associated with operation of the Group's assets and may have a material adverse effect on the business, financial condition, results of operations and prospects associated with the Group's assets.

# Management's Discussion and Analysis

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**Operational Risks Relating to Facilities and Pipelines:** The pipelines and facilities associated with the Group's assets, including the FPSO Bertam, are exposed to operational risks that can lead to hydrocarbon releases and unplanned outages. Other operating risks relating to the facilities and pipelines associated with the Group's assets include: the breakdown or failure of equipment; issues and failures affecting the FPSO Bertam; breakdown or malicious attacks on information systems or processes; the performance of equipment at levels below those originally intended; operator error; disputes and other issues with interconnected facilities; and catastrophic events such as natural disasters, fires, explosions, fractures, acts of terrorists and saboteurs and other similar events, many of which will be beyond the control of the Group. The occurrence or continuance of any of these or other operational events could curtail sales or production or materially increase the cost of operating the facilities and pipelines associated with the Group's oil and gas assets and reduce revenues accordingly.

**Uncertainties Associated with Estimating Reserves and Resources Volumes:** There are numerous uncertainties inherent in estimating quantities of oil and natural gas reserves and resources (contingent and prospective) and the future cash flows attributed to such reserves and resources. The cash flow information associated with reserves and resources set forth herein are estimates only. The actual production, revenues, taxes and development and operating expenditures with respect to the reserves and resources associated with the Group's assets will vary from estimates thereof and such variations could be material. Estimates of reserves that may be developed and produced in the future are often based upon volumetric calculations and upon analogy to similar types of reserves rather than actual production history. There is uncertainty that it will be commercially viable to produce any portion of the contingent resources.

In accordance with applicable securities laws, the Corporation and the Corporation's independent reserves auditors have used forecast prices and costs in estimating the reserves, resources and future net cash flows as summarized herein. Actual future net cash flows will be affected by other factors, such as actual production levels, supply and demand for oil and natural gas, curtailments or increases in consumption by oil and natural gas purchasers, changes in governmental regulation or taxation and the impact of inflation on costs.

References to "contingent resources" do not constitute, and should be distinguished from, references to "reserves". References to "prospective resources" do not constitute, and should be distinguished from, references to "contingent resources" and "reserves". See also "Reserves and Resource Advisory" above.

**Regulatory Approvals and Compliance and Changes in Legislation and the Regulatory Environment:** Oil and natural gas operations (including exploration, development, production, pricing, marketing and transportation) are subject to extensive controls and regulations imposed by various levels of government, which may be amended from time to time. Governments may regulate or intervene with respect to exploration, production and abandonment activities, price, taxes, royalties and the exportation of oil and natural gas. The implementation of new regulations or the modification of existing regulations affecting the oil and natural gas industry could reduce demand for crude oil and natural gas and increase the costs associated with the Group's oil and gas assets, any of which may have a material adverse effect on the business, financial condition, results of operations and prospects of the Group's oil and gas assets. In order to conduct oil and gas operations, the Group will require regulatory permits, licences, registrations, approvals, authorizations and concessions from various governmental authorities. There is a risk that the permits, licences, registrations, approvals, authorizations and concessions currently granted to the Group will not be renewed or that the Group will be unable to obtain all of the permits, licences, registrations, approvals, authorizations and concessions that may be required to conduct operations that it may wish to undertake.

In 2017, the French government enacted legislation to cease granting new petroleum exploration licenses in France and to restrict the production of oil and gas under existing production licenses in France from 2040. The Group continues to work closely with other industry participants and the French authorities with respect to this legislation. IPC does not expect that this legislation will have a material adverse effect on the Group's operations or financial condition.

**Change of Control under Licences:** Certain of the licence areas associated with the Group's oil and gas assets, including in France, require government consent to effect a change of control of the owner or an assignment of the ownership interest in the licence area. There may also be contractual restrictions on assignment and change of control, including in Canada. Accordingly, should the ownership interest in these licence areas be reduced or if there is a change of control of the Corporation, consent may be required in order to remain in compliance with the applicable licences and concessions. The failure to obtain such consent may have a material adverse effect on the Corporation. Further, the requirement to obtain such consent may limit the ability of a third party to effect a change of control transaction with the Corporation.

**FPSO Flagging Regulations in Malaysia:** The FPSO Bertam is required to be Malaysian flagged in order to be able to offload crude in Malaysian waters. In February 2018, following a corporate restructuring transaction, Malaysian flagging status for the FPSO Bertam was confirmed by the Malaysian authorities. As the FPSO provides a significant revenue stream, a failure to maintain the flagging status may result in a reduction of earnings for the Group and may also have a significant impact on offloading of crude from the FPSO Bertam.

# Management's Discussion and Analysis

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**Failure to Realize Anticipated Benefits of Acquisitions and Dispositions:** The Group may make acquisitions and dispositions of businesses and assets in the ordinary course of business, including the recent acquisition of the Suffield area assets in Canada. Achieving the benefits of acquisitions depends in part on successfully consolidating functions and integrating operations and procedures in a timely and efficient manner as well as the Group's ability to realize the anticipated growth opportunities and synergies from combining the acquired businesses and operations with those of the Group. In addition, non-core assets may be periodically disposed of, so that the Group can focus its efforts and resources more efficiently. Depending on the state of the market for such non-core assets, certain non-core assets of the Group, if disposed of, could be expected to realize less than their carrying value on the financial statements of the Group.

**Reliance on Third-Party Operators:** The Group has partners in each of the licence, lease and PSC areas associated with the Group's assets. In some cases, including in the Aquitaine Basin in France and the Netherlands, the Group is not the operator of the licence and concession areas and must depend on the competence, expertise, judgment and financial resources (in addition to those of its own and, where relevant, other partnership and joint venture companies) of the partner operator and the operator's compliance with the terms of the licences, leases, PSCs and contractual arrangements. Mismanagement of licence areas by the Group's partner operators or defaults by them in meeting required obligations may result in significant exploration, production or development delays, losses or increased costs to the Group.

**Reliance on Third-Party Infrastructure:** The Group delivers the products associated with the Group's assets by gathering, processing and pipeline systems, some of which it does not own. The amount of oil and natural gas that the Group is able to produce and sell is subject to the accessibility, availability, proximity and capacity of these gathering, processing and pipeline systems. The lack of availability of capacity in any of the gathering, processing and pipeline systems, and in particular the processing facilities, could result in the Corporation's inability to realize the full economic potential of its production or in a reduction of the price offered for the Corporation's production. Any significant change in market factors or other conditions affecting these infrastructure systems and facilities, as well as any delays in constructing new infrastructure systems and facilities could harm the Group's business financial condition, results of operations, cash flows and future prospects.

#### **Credit Facility:**

The Group is party to credit facilities with international financial institutions. The terms of these facilities contain operating and financial covenants and restrictions on the ability of the Group to, among other things, incur or lend additional debt, pay dividends and make restricted payments, encumber its assets, sell assets and enter into certain merger or consolidation transactions. The failure of the Group to comply with the covenants contained in these facilities could result in an event of default, which could, through acceleration of debt, enforcement of security or otherwise, materially and adversely affect the operating results and financial condition of the Group.

**Competition for Resources and Markets:** The international petroleum industry is competitive in all its phases. The Group competes with numerous other organizations in the search for, and the acquisition of, oil and natural gas properties and in the marketing of oil and natural gas. The Corporation's competitors include oil and natural gas companies that may have substantially greater financial resources, staff and facilities than those of the Corporation. The Corporation's ability to increase its reserves and resources in the future depends not only on its ability to explore and develop its present properties, but also on its ability to select and acquire other suitable producing properties or prospects for exploratory and development drilling. Competitive factors in the distribution and marketing of oil and natural gas include price and methods and reliability of delivery and storage. Competition may also be presented by alternate fuel sources.

**Marketing:** A decline in the Group's ability to market oil and gas production could have a material adverse effect on its production levels or on the price that the Group receives for production, which in turn may affect the financial condition of the Corporation and the market price of the Common Shares. IPC's business depends in part upon the availability, proximity and capacity of oil and gas gathering systems, pipelines and processing facilities as well as, potentially, rail loading facilities and railcars. Applicable regulation of oil and gas production, processing and transportation, tax and energy policies, general economic conditions, and changes in supply and demand could adversely affect IPC's ability to produce and market oil and gas. If market factors change and inhibit the marketing of production, overall production or realized prices may decline, which may affect the financial condition of the Corporation and the market price of the Common Shares.

**Hedging Strategies:** From time to time, the Group may enter into agreements to receive fixed prices on its oil and natural gas production to offset the risk of revenue losses if commodity prices decline; however, if commodity prices increase beyond the levels set in such agreements, the Group will not benefit from such increases. Similarly, from time to time, the Group may enter into agreements to fix the exchange rate of certain currencies. However, if a currency declines in value compared to another currency, the operation of the Group's assets will not benefit from the fluctuating exchange rate if an agreement has fixed such exchange rate.

**Climate Change Legislation:** The oil and natural gas industry is subject to environmental regulation. A breach of such legislation may result in the imposition of fines or issuance of clean up orders in respect of the Group or the Group's assets, some of which may be material. Furthermore, management of the Corporation believes the political climate appears to favour new programs for environmental laws and regulation, particularly in relation to the reduction of emissions or emissions intensity, and there is a risk that any such programs, laws or regulations, if proposed and enacted, will contain emission reduction targets which the Corporation cannot meet, and financial penalties or charges could be incurred as a result of the failure to meet such targets.

# Management's Discussion and Analysis

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Climate change policy is evolving at regional, national and international levels, and political and economic events may significantly affect the scope and timing of climate change measures that are ultimately put in place. Implementation of strategies by any level of government within the countries in which the Corporation operates, and whether to meet international agreed limits, or as otherwise determined, for reducing greenhouse gases could have a material impact on the operations and financial condition of the Corporation. In addition, concerns about climate change have resulted in a number of environmental activists and members of the public opposing the continued exploitation, transportation and development of fossil fuels. Given the evolving nature of the debate related to climate change and the control of greenhouse gases and resulting requirements, it is not possible to predict the impact on the Group and its operations and financial condition.

**Fraud, Bribery and Corruption:** The operations relating to the Group's oil and gas assets are governed by the laws of many jurisdictions, which generally prohibit bribery and other forms of corruption. While the Corporation has implemented an anti-corruption compliance program across the Group, the Corporation cannot guarantee that the Group's employees, officers, directors, agents, or business partners have not in the past or will not in the future engage in conduct undetected by the processes and procedures to be adopted by the Corporation and for which the Corporation might be held liable under applicable anti-corruption laws. Despite the Corporation's compliance program and other related training initiatives, it is possible that the Corporation, or some of its subsidiaries, employees or contractors, could be subject to an investigation related to charges of bribery or corruption as a result of the unauthorized actions of its employees or contractors, which could result in significant corporate disruption, onerous penalties and reputational damage.

**Decommissioning, Abandonment and Reclamation Costs:** The Group is responsible for compliance with all applicable laws, regulations and contractual requirements regarding the decommissioning, abandonment and reclamation of the Group's assets at the end of their economic life, the costs of which may be substantial. It is not possible to predict these costs with certainty since they will be a function of requirements at the time of decommissioning, abandonment and reclamation and the actual costs may exceed current estimates. Laws, regulations and contractual requirements with regard to abandonment and decommissioning may be implemented or amended in the future.

**Third-Party Credit Risk:** The Group may be exposed to third party credit risk through the contractual arrangements associated with the Group's assets with its current or future joint venture partners, marketers of its petroleum and natural gas production, third party uses of its facilities and other parties. In the event such entities fail to meet their contractual obligations in respect of the Group's assets, such failures may have a material adverse effect on the Group's business, financial condition, results of operations and prospects.

**Repatriation of Earnings:** A significant portion of the revenue-generating operations of the Group's assets is located in Malaysia. In December 2016, the Central Bank of Malaysia implemented measures to facilitate its management of foreign exchange risk. These rules are not expected to have a material adverse effect on the Group, but there is a risk that the Central Bank of Malaysia or another authority may implement further measures that will restrict the future repatriation of earnings.

**Expiration and Renewal of Licences, Leases and Production Sharing Contracts:** Certain properties constituting the Group's oil and gas assets are held in the form of licences, leases and PSCs. If the holder of the licence, lease or PSC or the operator of the licence, lease or PSC fails to meet the specific requirement of a licence, lease or PSC, including compliance with environmental, health and safety requirements, the licence, lease or PSC may terminate or expire. There is a risk that the obligations required to maintain each licence, lease or PSC will not be met. The termination or expiration of the licence, lease or PSC, or the working interests relating to a licence may have a material adverse effect on the business, financial condition, results of operations and prospects associated with the Group's oil and gas assets. From time to time, the licences and leases may, in accordance with their terms, become due for renewal; there is a risk that these licences, leases and PSCs associated with the Group's oil and gas assets will not be renewed by the relevant government authorities, on terms that will be acceptable to the Corporation. There also can be significant delay in obtaining licence renewals which may already affect the operations associated with the Group's oil and gas assets.

**Litigation:** In the normal course of the Group's operations, it may become involved in, named as a party to, or be the subject of, various legal proceedings. The outcome of outstanding, pending or future proceedings cannot be predicted with certainty and may be determined adversely to the Group and as a result, could have a material adverse effect on the Group's assets, liabilities, business, financial condition and results of operations.

**Economic and Political Developments in Countries in which the Group Operates:** International operations are subject to political, economic and other uncertainties. The Group's assets could also be adversely affected by changes in applicable laws and policies of Canada, Malaysia, France and the Netherlands, which could have a negative impact on the Group.

**Terrorism and Sabotage:** If any of the properties, wells or facilities comprising the Group's assets is the subject of terrorist attack or sabotage, it may have a material adverse effect on the Group's business, financial condition, results of operations, cash flows and future prospects.

# Management's Discussion and Analysis

Three months ended March 31, 2018

**Information Security:** The Group is heavily dependent on its information systems and computer based programs. Failure, malfunction or security breaches by computer hackers and cyberterrorists of any such systems or programs may have a material adverse effect on the Group's business and systems, potentially affecting network assets and people's privacy.

The Group manages cyber security risk by ensuring appropriate technologies, processes and practices are effectively designed and implemented to help prevent, detect and respond to threats as they emerge and evolve. The primary risks to the Group include, loss of data, destruction or corruption of data, compromising of confidential customer or employee information, leaked information, disruption of business, theft or extortion of funds, regulatory infractions, loss of competitive advantage and reputational damage.

**Potential Conflicts of Interest:** Certain of the individuals who are directors of the Corporation are also directors of other oil and gas companies and as such may, in certain circumstances, have a conflict of interest requiring them to abstain from certain decisions.

**Significant Shareholder:** Nemesia S.à.r.l., 100 percent of the shares of which are owned by a trust settled by the late Adolf H. Lundin, owns approximately 33 percent of the aggregate voting shares of the Corporation. Nemesia S.à.r.l.'s holding allows it to significantly affect substantially all the actions taken by the shareholders of the Corporation, including the election of directors. As long as Nemesia S.à.r.l. maintains a significant interest in the Corporation, it is likely that Nemesia S.à.r.l. will exercise significant influence on the ability of the Corporation to, among other things, amend the articles of the Corporation, enter into a change in control transaction of the Corporation that might otherwise be beneficial to its shareholders and may also discourage acquisition bids for the Corporation. There is a risk that the interests of Nemesia S.à.r.l. will not be aligned with the interests of other shareholders.

## Financial Risks

**Management Estimates and Assumptions:** In preparing consolidated financial statements in conformity with IFRS, estimates and assumptions are used by management in determining the reported amounts of assets and liabilities, revenues and expenses recognized during the periods presented and disclosures of contingent assets and liabilities known to exist as of the date of the financial statements. These estimates and assumptions must be made because certain information that is used in the preparation of such financial statements is dependent on future events, cannot be calculated with a high degree of precision from data available, or is not capable of being readily calculated based on generally accepted methodologies. In some cases, these estimates are particularly difficult to determine and the Corporation must exercise significant judgment. Actual results for all estimates could differ materially from the estimates and assumptions used by the Corporation, which could have a material adverse effect on the Group's business, financial condition, results of operations, cash flows and future prospects.

**Disclosure Controls and Procedures and Internal Controls over Financial Reporting:** Effective disclosure controls and procedures and internal controls over financial reporting are necessary for the Corporation to provide reliable financial and other disclosures and to help prevent fraud. The Corporation cannot be certain that the procedures it undertakes to help ensure the reliability of its financial reports and other disclosures, including those imposed on it under Canadian securities laws, will ensure that it maintains adequate control over financial processes and reporting. Failure to implement required new or improved controls, or difficulties encountered in their implementation, could harm the Group's results of operations or cause it to fail to meet its reporting obligations. If the Corporation or its independent auditor discover a material weakness, the disclosure of that fact, even if quickly remedied, could reduce the market's confidence in the Corporation's consolidated financial statements and harm the trading price of the common shares.

**Income Taxes:** Income tax laws relating to the oil and gas industry, such as the treatment of resource taxation or dividends, may in the future be changed or interpreted in a manner that adversely affects the Group's assets. Furthermore, there is a risk that the relevant tax authorities will not agree with management's calculation of the income for tax purposes associated with the Group's assets or that such tax authorities will change their administrative practices to the detriment of the Corporation. In the event of a successful reassessment of the Corporation's income tax returns, such reassessment may have an impact on current and future taxes payable.

**Additional Funding Requirements:** The Corporation's cash flow from its reserves may not be sufficient to fund its ongoing activities at all times. From time to time, the Corporation may require additional financing in order to carry out its oil and gas acquisition, exploration and development activities. Failure to obtain such financing on a timely basis could cause the Corporation to forfeit its interest in certain properties, miss certain acquisition opportunities and reduce or terminate its operations. If the Corporation's revenues from its reserves decrease as a result of lower oil and natural gas prices or otherwise, it will affect the Corporation's ability to expend the necessary capital to replace its reserves or to maintain its production. If the Corporation's funds from operations is not sufficient to satisfy its capital expenditure requirements, there is a risk that debt or equity financing will be unavailable to meet these requirements or, if available, will be on terms unacceptable to the Corporation. Continued uncertainty in domestic and international credit markets could materially affect the Corporation's ability to access sufficient capital for its capital expenditures and acquisitions, and as a result, may have a material adverse effect on the Corporation's ability to execute its business strategy and on its business, financial condition, results of operations and prospects and also negatively impact the market price of the Common Shares.

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**Variations in Foreign Exchange Rates and Interest Rates:** World oil and gas prices are quoted in United States dollars and are therefore affected by exchange rates, which will fluctuate over time. Material increases in the value of the United States dollar will negatively impact the Corporation's production revenues. Future exchange rates could accordingly impact the future value of the Corporation's reserves and resources as determined by independent evaluators. To the extent that the Corporation engages in risk management activities related to foreign exchange rates, there will be a credit risk associated with counterparties of the Corporation. An increase in interest rates could result in a significant increase in the amount the Corporation pays to service any debt that it may incur, which could negatively impact the market price of the Common Shares.

**Issuance of Debt:** From time to time, the Corporation may enter into transactions to acquire assets or the shares of other organizations. These transactions may be financed in whole or in part with debt, which may create debt or increase the Corporation's then-existing debt levels above industry standards for oil and natural gas companies of similar size. Depending on future exploration and development plans, the Corporation may require additional equity and/or debt financing that may not be available or, if available, may not be available on favourable terms. The level of the indebtedness that the Corporation may have from time to time could impair the Corporation's ability to obtain additional financing on a timely basis to take advantage of business opportunities that may arise.

**Common Share Price Volatility:** The market price for Common Shares may be volatile and subject to wide fluctuations in response to numerous factors, many of which are beyond the Corporation's control, including the following:

- Actual or anticipated fluctuations in the Corporation's results of operations;
- Recommendations by securities research analysts;
- Changes in the economic performance or market valuations of other companies that investors deem comparable to the Corporation;
- The loss of executive officers and other key personnel of the Corporation;
- Sales or perceived sales of additional Common Shares;
- Significant acquisitions or business combinations, strategic partnerships, joint ventures or capital;
- Commitments by or involving the Corporation or its competitors; and
- Trends, concerns, technological or competitive developments, regulatory changes and other related issues in the Corporation's business segments or target markets.

Financial markets can experience significant price and volume fluctuations that may particularly affect the market prices of equity securities of companies and that may be unrelated to the operating performance, underlying asset values or prospects of such companies. Accordingly, the market price of the Common Shares may decline even if the Corporation's operating results, underlying asset values or prospects have not changed. These factors, as well as other related factors, may cause decreases in asset values, which may result in impairment losses.

## DISCLOSURE CONTROLS AND INTERNAL CONTROL OVER FINANCIAL REPORTING

### Disclosure Controls and Procedures

Disclosure controls and procedures have been designed to provide reasonable assurance that information required to be disclosed by the Corporation in its annual filings, interim filings or other reports filed or submitted by it under securities legislation is recorded, processed, summarized and reported within the time periods specified in the securities legislation. Management, under the supervision of the Chief Executive Officer and the Chief Financial Officer, is responsible for the design and operation of disclosure controls and procedures.

### Internal Controls over Financial Reporting

Management is also responsible for the design of the Group's internal controls over financial reporting in order to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with IFRS. However, due to inherent limitations, internal control over financial reporting may not prevent or detect all misstatements and fraud.

There have been no material changes to the Group's internal control over financial reporting during the three month period ended March 31, 2018 with the exception of the addition of the financial reporting for the Suffield oil and gas assets – see Acquisition of the Suffield Assets section below.

### Control Framework

Management assesses the effectiveness of the Corporation's internal control over financial reporting using the Internal Control – Integrated Framework (2013 Framework) issued by the Committee of Sponsoring Organizations of the Treadway Commission (COSO).

### Acquisition of the Suffield Assets

The acquisition of the Suffield Assets in southern Alberta, Canada was completed less than 365 days from the end of the current financial period. As such, under applicable Canadian reporting requirements, the Group is not required to and is not certifying as to the design and operating effectiveness of disclosure controls and procedures and internal controls over financial reporting in respect of these assets.

# Management's Discussion and Analysis

Three months ended March 31, 2018

## CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING INFORMATION

This MD&A contains statements and information which constitute "forward-looking statements" or "forward-looking information" (within the meaning of applicable securities legislation). Such statements and information (together, "forward-looking statements") relate to future events, including the Corporation's future performance, business prospects or opportunities. Actual results may differ materially from those expressed or implied by forward-looking statements. The forward-looking statements contained in this MD&A are expressly qualified by this cautionary statement. Forward-looking statements speak only as of the date of this MD&A, unless otherwise indicated. IPC does not intend, and does not assume any obligation, to update these forward-looking statements, except as required by applicable laws.

All statements other than statements of historical fact may be forward-looking statements. Any statements that express or involve discussions with respect to predictions, expectations, beliefs, plans, projections, forecasts, guidance, budgets, objectives, assumptions or future events or performance (often, but not always, using words or phrases such as "seek", "anticipate", "plan", "continue", "estimate", "expect", "may", "will", "project", "forecast", "predict", "potential", "targeting", "intend", "could", "might", "should", "believe", "budget" and similar expressions) are not statements of historical fact and may be "forward-looking statements".

Forward-looking statements include, but are not limited to, statements with respect to:

- our intention to continue to implement our strategies to build long-term shareholder value;
- the benefits of the acquisition of the Suffield Assets;
- IPC's intention to review future potential growth opportunities;
- the ability of our high quality portfolio of assets to provide a solid foundation for organic and inorganic growth;
- the resource base in place to provide feedstock to add to reserves and value;
- the integration of the Suffield-related operations into IPC;
- organic growth opportunities in France;
- results of previous infill drilling and the potential for future infill drilling in Malaysia;
- the drilling of the Keruing prospect in Malaysia and the development options if that drilling is successful;
- results of 3D seismic survey in France;
- future development potential of the Suffield operations, including oil drilling and gas optimization;
- potential acquisition opportunities;
- estimates of reserves;
- estimates of contingent resources;
- estimates of prospective resources;
- the ability to generate free cash flows and use that cash to repay debt; and
- future drilling and other exploration and development activities.

Statements relating to "reserves", "contingent resources" and "prospective resources" are also deemed to be forward-looking statements, as they involve the implied assessment, based on certain estimates and assumptions, that the reserves and resources described exist in the quantities predicted or estimated and that the reserves and resources can be profitably produced in the future. Ultimate recovery of reserves or resources is based on forecasts of future results, estimates of amounts not yet determinable and assumptions of management.

The forward-looking statements are based on certain key expectations and assumptions made by IPC, including expectations and assumptions concerning: prevailing commodity prices and currency exchange rates; applicable royalty rates and tax laws; interest rates; future well production rates and reserve and contingent resource volumes; operating costs; the timing of receipt of regulatory approvals; the performance of existing wells; the success obtained in drilling new wells; anticipated timing and results of capital expenditures; the sufficiency of budgeted capital expenditures in carrying out planned activities; the timing, location and extent of future drilling operations; the successful completion of acquisitions and dispositions; the benefits of acquisitions; the state of the economy and the exploration and production business in the jurisdictions in which IPC operates and globally; the availability and cost of financing, labor and services; and the ability to market crude oil, natural gas and natural gas liquids successfully.

Although IPC believes that the expectations and assumptions on which such forward-looking statements are based are reasonable, undue reliance should not be placed on the forward-looking statements because IPC can give no assurances that they will prove to be correct. Since forward-looking statements address future events and conditions, by their very nature they involve inherent risks and uncertainties. Actual results could differ materially from those currently anticipated due to a number of factors and risks.

# Management's Discussion and Analysis

Three months ended March 31, 2018

These include, but are not limited to:

- the risks associated with the oil and gas industry in general such as operational risks in development, exploration and production;
- delays or changes in plans with respect to exploration or development projects or capital expenditures;
- the uncertainty of estimates and projections relating to reserves, resources, production, revenues, costs and expenses;
- health, safety and environmental risks;
- commodity price and exchange rate fluctuations;
- interest rate fluctuations;
- marketing and transportation;
- loss of markets;
- environmental risks;
- competition;
- incorrect assessment of the value of acquisitions;
- failure to complete or realize the anticipated benefits of acquisitions or dispositions;
- the ability to access sufficient capital from internal and external sources;
- failure to obtain required regulatory and other approvals; and
- changes in legislation, including but not limited to tax laws, royalties, environmental and abandonment regulations.

Readers are cautioned that the foregoing list of factors is not exhaustive.

Additional information on these and other factors that could affect IPC, or its operations or financial results, are included in the Corporation's Annual Information Form (AIF) for the year ended December 31, 2017 (See "Cautionary Statement Regarding Forward-Looking Information", "Reserves and Resources Advisory" and "Risk Factors") and other reports on file with applicable securities regulatory authorities, including previous financial reports, management's discussion and analysis and material change reports, which may be accessed through the SEDAR website ([www.sedar.com](http://www.sedar.com)) or IPC's website ([www.international-petroleum.com](http://www.international-petroleum.com)).

# Management's Discussion and Analysis

Three months ended March 31, 2018

## RESERVES AND RESOURCE DATA

This MD&A contains references to estimates of gross and net reserves and resources attributed to the Corporation's oil and gas assets. Gross reserves / resources are the working interest (operating or non-operating) share before deduction of royalties and without including any royalty interests. Net reserves / resources are the working interest (operating or non-operating) share after deduction of royalty obligations, plus royalty interests in reserves/resources, and in respect of PSCs in Malaysia, adjusted for cost and profit oil. Unless otherwise indicated, reserves / resource volumes are presented on a gross basis.

Reserve estimates, contingent resource estimates, prospective resource estimates and estimates of future net revenue in respect of IPC's oil and gas assets in France, Malaysia and the Netherlands are effective as of December 31, 2017 and were prepared by IPC and audited by ERC Equipoise Ltd. (ERCE), an independent qualified reserves auditor, in accordance with National Instrument 51-101 – *Standards of Disclosure for Oil and Gas Activities* (NI 51-101) and the Canadian Oil and Gas Evaluation Handbook (the COGE Handbook), and using McDaniel's January 1, 2018 price forecasts.

Reserves estimates, contingent resource estimates and estimates of future net revenue in respect of IPC's oil and gas assets in Canada are effective as of January 5, 2018, being the completion date for the acquisition of these assets by IPC, and were evaluated by McDaniel & Associates Consultants Ltd. (McDaniel), an independent qualified reserves evaluator, in accordance with NI 51-101 and the COGE Handbook, and using McDaniel's January 1, 2018 price forecasts. The volumes are reported and aggregated by IPC in this MD&A as being as at December 31, 2017.

The price forecasts used in the reserve audit / evaluation are available on the website of McDaniel ([www.mcdan.com](http://www.mcdan.com)), and are contained in the AIF.

The reserve life index (RLI) is calculated by dividing the 2P reserves of 129.1 MMboe as at December 31, 2017, after giving effect to the Suffield acquisition in Canada, by the mid-point of the 2018 production guidance of 30,000 to 34,000 boepd. Reserves replacement ratio is based on 2P reserves of 29.4 MMboe as at December 31, 2016, production during 2017 of 3.7 MMboe, additions to 2P reserves during 2017 of 2.8 MMboe and 2P reserves of 28.5 MMboe as at December 31, 2017. Such figures do not include the reserves attributable to the acquisition of the Suffield Assets which completed on January 5, 2018.

The assumptions underlying the net asset value per share are further described in the Corporation's press release dated February 26, 2018, available on the SEDAR website ([www.sedar.com](http://www.sedar.com)) or IPC's website ([www.international-petroleum.com](http://www.international-petroleum.com)).

Light and medium crude oil reserves/resources disclosed in this MD&A include solution gas and other by-products. "2P reserves" means proved plus probable reserves. "Proved reserves" are those reserves that can be estimated with a high degree of certainty to be recoverable. It is likely that the actual remaining quantities recovered will exceed the estimated proved reserves. "Probable reserves" are those additional reserves that are less certain to be recovered than proved reserves. It is equally likely that the actual remaining quantities recovered will be greater or less than the sum of the estimated proved plus probable reserves. "Possible reserves" are those reserves that are less certain to be recovered than probable reserves. There is a 10 percent probability that the quantities actually recovered will equal or exceed the sum of proved plus probable plus possible reserves.

Each of the reserves categories (proved, probable and possible) may be divided into developed and undeveloped categories. "Developed reserves" are those reserves that are expected to be recovered from existing wells and installed facilities or, if facilities have not been installed, that would involve a low expenditure (for example, when compared to the cost of drilling a well) to put the reserves on production. The developed category may be subdivided into producing and non-producing. "Developed producing reserves" are those reserves that are expected to be recovered from completion intervals open at the time of the estimate. These reserves may be currently producing or, if shut-in, they must have previously been on production, and the date of resumption of production must be known with reasonable certainty. "Developed non-producing reserves" are those reserves that either have not been on production, or have previously been on production, but are shut-in, and the date of resumption of production is unknown. "Undeveloped reserves" are those reserves expected to be recovered from known accumulations where a significant expenditure (for example, when compared to the cost of drilling a well) is required to render them capable of production. They must fully meet the requirements of the reserves classification (proved, probable, possible) to which they are assigned.

Contingent resources are those quantities of petroleum estimated, as of a given date, to be potentially recoverable from known accumulations using established technology or technology under development, but which are not currently considered to be commercially recoverable due to one or more contingencies. Contingencies are conditions that must be satisfied for a portion of contingent resources to be classified as reserves that are: (a) specific to the project being evaluated; and (b) expected to be resolved within a reasonable timeframe. Contingencies may include factors such as economic, legal, environmental, political, and regulatory matters, or a lack of markets. It is also appropriate to classify as contingent resources the estimated discovered recoverable quantities associated with a project in the early evaluation stage. Contingent resources are further classified in accordance with the level of certainty associated with the estimates and may be sub-classified based on a project maturity and/or characterized by their economic status.

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There are three classifications of contingent resources: low estimate, best estimate and high estimate. Best estimate is a classification of estimated resources described in the COGE Handbook as being considered to be the best estimate of the quantity that will be actually recovered. It is equally likely that the actual remaining quantities recovered will be greater or less than the best estimate. If probabilistic methods are used, there should be at least a 50 percent probability that the quantities actually recovered will equal or exceed the best estimate.

Contingent resources are further classified based on project maturity. The project maturity subclasses include development pending, development on hold, development unclarified and development not viable. All of the Corporation's contingent resources are classified as development unclarified. Development unclarified is defined as a contingent resource that requires further appraisal to clarify the potential for development and has been assigned a lower chance of development until contingencies can be clearly defined. Chance of development is the probability of a project being commercially viable. Of the Corporation's 63.4 MMboe best estimate contingent resources (unrisked), 17.4 MMboe are light and medium crude oil, 7.4 MMboe are heavy crude oil and 38.6 MMboe are conventional natural gas.

References to "unrisked" contingent resources volumes means that the reported volumes of contingent resources have not been risked (or adjusted) based on the chance of commerciality of such resources. In accordance with the COGE Handbook for contingent resources, the chance of commerciality is solely based on the chance of development based on all contingencies required for the re-classification of the contingent resources as reserves being resolved. Therefore unrisked reported volumes of contingent resources do not reflect the risking (or adjustment) of such volumes based on the chance of development of such resources.

The contingent resources reported in the MD&A are estimates only. The estimates are based upon a number of factors and assumptions each of which contains estimation error which could result in future revisions of the estimates as more technical and commercial information becomes available. The estimation factors include, but are not limited to, the mapped extent of the oil and gas accumulations, geologic characteristics of the reservoirs, and dynamic reservoir performance. There are numerous risks and uncertainties associated with recovery of such resources, including many factors beyond the Corporation's control. There is uncertainty that it will be commercially viable to produce any portion of the contingent resources referred to in the MD&A.

Prospective resources are those quantities of petroleum estimated, as of a given date, to be potentially recoverable from undiscovered accumulations by application of future development projects. Prospective resources have both an associated chance of discovery and a chance of development. Chance of discovery is the estimated probability that exploration activities will confirm the existence of a significant accumulation of potentially recoverable petroleum. There is no certainty that any portion of the prospective resources estimated in the report audited by ERCE and summarized in this MD&A will be discovered. If discovered, there is no certainty that it will be commercially viable to produce any portion of the prospective resources audited. Estimates of the prospective resources should be regarded only as estimates that may change as additional information becomes available. Not only are such prospective resources estimates based on that information which is currently available, but such estimates are also subject to uncertainties inherent in the application of judgmental factors in interpreting such information. Prospective resources should not be confused with those quantities that are associated with contingent resources or reserves due to the additional risks involved. Because of the uncertainty of commerciality and the lack of sufficient exploration drilling, the prospective resources estimated in the report audited by ERCE and summarized in this MD&A cannot be classified as contingent resources or reserves. The quantities that might actually be recovered, should they be discovered and developed, may differ significantly from the estimates in the report audited by ERCE and summarized in this MD&A.

Reserves and contingent resources audited by ERCE and evaluated by McDaniel, as applicable, have been aggregated in this document by IPC. Estimates of reserves, resources and future net revenue for individual properties may not reflect the same level of confidence as estimates of reserves, resources and future net revenue for all properties, due to aggregation. This MD&A contains estimates of the net present value of the future net revenue from IPC's reserves. The estimated values of future net revenue disclosed in this MD&A do not represent fair market value. There is no assurance that the forecast prices and cost assumptions used in the reserve evaluations will be attained and variances could be material.

References to "contingent resources" do not constitute, and should be distinguished from, references to "reserves". References to "prospective resources" do not constitute, and should be distinguished from, references to "contingent resources" and "reserves".

BOEs may be misleading, particularly if used in isolation. A BOE conversion ratio of 6 thousand cubic feet (Mcf) per 1 barrel (bbl) is based on an energy equivalency conversion method primarily applicable at the burner tip and does not represent a value equivalency at the wellhead. As the value ratio between natural gas and crude oil based on the current prices of natural gas and crude oil is significantly different from the energy equivalency of 6:1, utilizing a 6:1 conversion basis may be misleading as an indication of value.

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## OTHER SUPPLEMENTARY INFORMATION

### Abbreviations

CAD or CA\$	Canadian dollar
EUR or €	Euro
USD or US\$	US dollar
MYR	Malaysian Ringgit

### Oil related terms and measurements

AECO	The daily average benchmark price for natural gas at the AECO hub in southeast Alberta
°API	An indication of the specific gravity of crude oil on the API (American Petroleum Institute) gravity scale
bbbl	Barrel (1 barrel = 159 litres)
boe <sup>1</sup>	Barrels of oil equivalents
boepd	Barrels of oil equivalents per day
bopd	Barrels of oil per day
Empress	The benchmark price for natural gas at the Empress point at the Alberta/Saskatchewan border
Mbbl	Thousand barrels
MMbbl	Million barrels
Mboe	Thousand barrels of oil equivalents
Mboepd	Thousand barrels of oil equivalents per day
Mbopd	Thousand barrels of oil per day
MMboe	Million barrels of oil equivalents
Mcf	Thousand cubic feet
Bscf	Billion standard cubic feet
NGL	Natural gas liquid

<sup>1</sup> All volume references to boe are calculated on the basis of six thousand cubic feet of natural gas to one barrel of oil equivalent (6 Mcf: 1 bbl) unless otherwise indicated. This conversion ratio is based on an energy equivalency conversion method primarily applicable at the burner tip and does not represent a value equivalency at the wellhead. Boes may be misleading, particularly if used in isolation. Given that the value ratio based on the current price of crude oil as compared to natural gas is significantly different from the energy equivalency of 6:1, utilizing a conversion on a 6:1 basis may be misleading as an indication of value.

# Management's Discussion and Analysis

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