ALVOPETRO ENERGY LTD.

RESTATED CONSOLIDATED FINANCIAL STATEMENTS
As at and Years Ended December 31, 2021 and 2020

Amendment and Restatement of the audited Consolidated Financial Statements

Please be advised that the audited Consolidated Financial Statements of Alvopetro Energy Ltd. ("Alvopetro" or the "Company") for the years ended December 31, 2021 and 2020 have been amended and restated relating to an error with respect to the foreign currency translation of certain assets acquired by the Company in 2012. Refer to Note 21 of the amended and restated audited Consolidated Financial Statements for full details of the adjustment relative to the previously issued results. Users of the financial statements should note that the adjustments do not impact the Company's cash flows from operating activities or the overall cash position of the Company.

Dated: August 11, 2022

ALVOPETRO

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INDEPENDENT AUDITORS' REPORT

To the Shareholders and the Board of Directors of Alvopetro Energy Ltd.

Opinion

We have audited the consolidated financial statements of Alvopetro Energy Ltd. (the Entity), which comprise:

- the consolidated statement of financial position as at end of December 31, 2021
- the consolidated statement of operations and comprehensive income (loss) for the year then ended
- the consolidated statement of changes in equity for the year then ended
- the consolidated statement of cash flows for the year then ended
- and notes to the consolidated financial statements, including a summary of significant accounting policies

(Hereinafter referred to as the "financial statements").

In our opinion, the accompanying financial statements present fairly, in all material respects, the consolidated financial position of the Entity as at end of December 31, 2021, and its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRS).

Basis for Opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the "*Auditors' Responsibilities for the Audit of the Financial Statements*" section of our auditors' report.

We are independent of the Entity in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada and we have fulfilled our other ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter – Restatement of Financial Statements

We draw attention to Note 21 to the financial statements which describes i) that the financial statements that we originally reported on March 17, 2022 have been amended, and ii) the matter that gives rise to the amendment of the financial statements. Our opinion is not modified in respect of this matter.

Emphasis of Matter – Comparative Information

We draw attention to Note 21 to the financial statements which explains that certain comparative information presented:

- as at and for the year ended December 31, 2020 has been restated.
- as at January 1, 2020 has been derived from the statement of financial position as at December 31, 2019 which has been restated (not presented herein).

Note 21 explains the reason for the restatement and also explains the adjustments that were applied to restate certain comparative information. Our opinion is not modified in respect of this matter.

Other Matter - Comparative Information

The financial statements as at and for the year ended December 31, 2020 and the statement of financial position as at December 31, 2019 (not presented herein but from which the comparative information as at January 1, 2020 has been derived), excluding the adjustments that were applied to restate certain comparative information, were audited by another auditor who expressed an unmodified opinion on those financial statements on March 24, 2021.

As part of our audit of the financial statements for the year ended December 31, 2021, we also audited the adjustments that were applied to restate certain comparative information presented:

- as at and for the year ended December 31, 2020.
- as at January 1, 2020.

In our opinion, such adjustments are appropriate and have been properly applied.

Other than with respect to the adjustments that were applied to restate certain comparative information, we were not engaged to audit, review or apply any procedures to the financial statements:

- as at and for the year ended December 31, 2020
- as at and the year ended December 31, 2019 (not presented herein)
- as at January 1, 2020.

Accordingly, we do not express an opinion or any other form of assurance on those financial statements taken as a whole.

Other Information

Management is responsible for the other information. Other information comprises the information included in Management's Discussion and Analysis filed with the relevant Canadian Securities Commissions.

Our opinion on the financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit and remain alert for indications that the other information appears to be materially misstated.

We obtained the information included in Management's Discussion and Analysis filed with the relevant Canadian Securities Commissions as at the date of this auditors' report.

If, based on the work we have performed on this other information, we conclude that there is a material misstatement of this other information, we are required to report that fact in the auditors' report.

We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with International Financial Reporting Standards (IFRS), and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Entity's ability to continue as a going concern, disclosing as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Entity or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Entity's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion.

  The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Entity's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Entity's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Entity to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

- Provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the group Entity to express an opinion on the financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

The engagement partner on the audit resulting in this auditors' report is Grace Whouy-Chung Fung.

KPMG LLP

Chartered Professional Accountants

Calgary, Canada
August 11, 2022

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Independent Auditor's Report

To the Shareholders of Alvopetro Energy Ltd:
Alvopetro Energy Ltd.

Opinion

We have audited, before the effects of the retrospective adjustments to correct an error discussed in Note 21 to the consolidated financial statements, the consolidated financial statements of Alvopetro Energy Ltd (the "Company"), which comprise the consolidated statements of financial position as at December 31, 2020 and December 31, 2019 (not presented herein but from which the comparative information as at January 1, 2020 has been derived), and the consolidated statements of operations and comprehensive loss, changes in equity and cash flows for the year ended December 31, 2020, and notes to the consolidated financial statements, including a summary of significant accounting policies (collectively referred to as the "financial statements") (the financial statements before the effects of the retrospective adjustments to correct an error discussed in Note 21 are not presented herein).

In our opinion, the accompanying financial statements, before the effects of the retrospective adjustments to correct an error as discussed in Note 21, present fairly, in all material respects, the financial position of the Company as at December 31, 2020 and December 31, 2019 (not presented herein but from which the comparative information as at January 1, 2020 has been derived), and its financial performance and its cash flows for the year ended December 31, 2020 in accordance with International Financial Reporting Standards ("IFRS").

We were not engaged to audit, review, or apply any procedures to the retrospective adjustments to correct an error discussed in Note 21 to the financial statements, and accordingly, we do not express an opinion or any other form of assurance about whether such retrospective adjustments are appropriate and have been properly applied. Those retrospective adjustments were audited by other auditors.

Basis for Opinion

We conducted our audits in accordance with Canadian generally accepted auditing standards ("Canadian GAAS"). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with IFRS, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian GAAS will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with Canadian GAAS, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

The engagement partner on the audit resulting in this independent auditor's report is Sippy Chhina.

/s/ Deloitte LLP

Chartered Professional Accountants
Calgary, Alberta
March 24, 2021

ALVOPETRO ENERGY LTD.

CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

(Thousands of United States dollars)

			Restated (Note 21)	
	Note	**December 31, 2021**	December 31, 2020	January 1, 2020
ASSETS				
Current				
Cash and cash equivalents		**11,469**	5,159	1,215
Restricted cash		**175**	125	270
Trade and other receivables		**4,203**	2,802	265
Prepaid expenditures		**1,341**	273	370
Assets held for sale	5	**-**	128	332
Total current assets		**17,188**	8,487	2,452
Exploration and evaluation assets	6	**3,713**	25,764	30,716
Property, plant and equipment	7	**39,780**	22,890	28,408
Right-of-use assets	8	**7,153**	8,092	219
Deferred tax asset	15	**5,305**	7,789	-
Other assets	9	**491**	1,128	1,790
Non-current assets		**56,442**	65,663	61,133
Total assets		**73,630**	74,150	63,585
LIABILITIES AND SHAREHOLDERS' EQUITY				
Current liabilities				
Accounts payable and accrued liabilities		**5,480**	2,390	3,244
Dividend payable	12	**2,034**	-	-
Lease liabilities	8	**516**	483	101
Decommissioning liabilities	10	**61**	63	80
Other liabilities		**-**	12	5,728
Total current liabilities		**8,091**	2,948	9,153
Lease liabilities	8	**7,463**	7,827	62
Credit facility	11	**6,545**	15,423	5,027
Decommissioning liabilities	10	**507**	1,080	1,300
Total liabilities		**22,606**	27,278	15,542
Shareholders' equity				
Share capital	12	**39,481**	156,755	156,355
Contributed surplus		**51,580**	2,821	2,790
Retained earnings (deficit)		**6,486**	(63,676)	(73,316)
Accumulated other comprehensive loss		**(46,523)**	(49,028)	(37,786)
Total shareholders' equity		**51,024**	46,872	48,043
Total liabilities and shareholders' equity		**73,630**	74,150	63,585

Commitments and contingencies (Note 20)

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

Approved by:

"signed"

John D. Wright
Chairman of the Board of Directors

"signed"

Firoz Talakshi
Chairman of the Audit Committee

CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE INCOME (LOSS)

(Thousands of United States dollars, except per share amounts)

		Restated (Note 21) Year ended December 31,	
	Note	**2021**	2020
Revenue			
Natural gas, oil and condensate sales	13	**34,980**	11,308
Royalties		**(3,107)**	(740)
Net natural gas, oil and condensate revenue		**31,873**	10,568
Other income	14	**1,074**	75
Total revenue and other income		**32,947**	10,643
Expenses			
Production	14	**3,134**	1,336
General and administrative	14	**4,670**	3,070
Depletion and depreciation	7,8	**7,707**	1,889
Impairment	6,7	**-**	1,086
Finance expenses	14	**3,151**	2,337
Share-based compensation	12	**440**	242
Risk management (gain) loss	17	**(30)**	12
Foreign exchange loss (gain)		**1,977**	(1,840)
Gain on disposition of assets	5,6,7	**(123)**	-
Total expenses		**20,926**	8,132
Income before taxes		**12,021**	2,511
Income tax expense (recovery)			
Current	15	**507**	-
Deferred		**5,919**	(7,129)
Total		**6,426**	(7,129)
Net income		**5,595**	9,640
Exchange gain (loss) on translation of foreign operations		**2,505**	(11,242)
Comprehensive income (loss)		**8,100**	(1,602)
Net income per share	12		
Basic		**0.17**	0.29
Diluted		**0.16**	0.27

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

ALVOPETRO ENERGY LTD.

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

(Thousands of United States dollars)

		Common Shares	Contributed Surplus	Restated (Note 21) Retained Earnings (Deficit)	Restated (Note 21) Accumulated Other Comprehensive Loss	Total
	Note 12					
Balance, December 31, 2020		**156,755**	**2,821**	**(63,676)**	**(49,028)**	**46,872**
Issue of common shares		**1,086**	**(303)**	**-**	**-**	**783**
Share issuance and restructuring costs		**(61)**	**-**	**-**	**-**	**(61)**
Share-based compensation		**-**	**506**	**-**	**-**	**506**
Net income		**-**	**-**	**5,595**	**-**	**5,595**
Other comprehensive income		**-**	**-**	**-**	**2,505**	**2,505**
Dividends declared		**-**	**-**	**(4,057)**	**-**	**(4,057)**
Share restructuring		**(1,119)**	**-**	**-**	**-**	**(1,119)**
Stated capital reduction		**(117,180)**	**48,556**	**68,624**	**-**	**-**
Balance, December 31, 2021		**39,481**	**51,580**	**6,486**	**(46,523)**	**51,024**
Balance, January 1, 2020		156,355	2,790	(73,316)	(37,786)	48,043
Issue of common shares		403	(233)	-	-	170
Share issuance costs		(3)	-	-	-	(3)
Share-based compensation		-	264	-	-	264
Net income		-	-	9,640	-	9,640
Other comprehensive income		-	-	-	(11,242)	(11,242)
Balance, December 31, 2020		156,755	2,821	(63,676)	(49,028)	46,872

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

ALVOPETRO ENERGY LTD.

CONSOLIDATED STATEMENTS OF CASH FLOWS

(Thousands of United States dollars)

	Note	Restated (Note 21) Year ended December 31, 2021	2020
Operating Activities			
Net income		**5,595**	9,640
Adjustments for non-cash items:			
Depletion and depreciation	7,8	**7,707**	1,889
Impairment	6,7	**-**	1,086
Finance expenses	14	**3,151**	2,337
Share-based compensation	12	**440**	242
Gain on disposition of assets	5,6,7	**(123)**	-
Foreign exchange		**1,966**	(1,856)
Unrealized risk management (gain) loss		**(12)**	12
Deferred tax	15	**5,919**	(7,129)
Settlement of decommissioning liabilities	10	**(6)**	(5)
Funds flow from operations		**24,637**	6,216
Changes in non-cash working capital	18	**(346)**	(3,155)
		24,291	3,061
Financing Activities			
Credit Facility (repayments) advances	11	**(9,000)**	10,000
Dividends paid	12	**(2,023)**	-
Interest on Credit Facility	11	**(956)**	(849)
Issue of common shares, net of share issuance and restructuring costs	12	**721**	226
Lease liabilities payments	8	**(1,856)**	(1,014)
Repayment of other liabilities		**-**	(4,231)
Unearned revenue		**-**	42
Shares repurchased	12	**(1,119)**	-
Changes in non-cash working capital	18	**494**	59
		(13,739)	4,233
Investing Activities			
Expenditures on exploration and evaluation assets	6	**(1,528)**	(992)
Expenditures on property, plant and equipment	7	**(2,985)**	(2,425)
Proceeds on dispositions	5,6,7	**275**	158
Change in restricted cash		**(60)**	120
Changes in non-cash working capital	18	**322**	(92)
		(3,976)	(3,231)
Change in cash and cash equivalents		**6,576**	4,063
Effect of foreign exchange on cash balances		**(266)**	(119)
Cash and cash equivalents, beginning of year		**5,159**	1,215
Cash and cash equivalents, end of year		**11,469**	5,159
Cash and cash equivalents consist of:			
Cash		**7,869**	2,474
Cash equivalents		**3,600**	2,685
Supplemental information:			
Cash income taxes paid		**455**	-
Cash interest income received		**20**	19

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

NOTE 1 – NATURE OF OPERATIONS

Alvopetro Energy Ltd. ("Alvopetro" or "the Company") is engaged in the exploration for, and the acquisition, development and production of, hydrocarbons in Brazil. Alvopetro is incorporated under the Business Corporations Act (Alberta) and is a publicly traded company listed on the TSX Venture Exchange (TSX: ALV.V) and is also traded on the OTCQX® Best Market in the United States (OTCQX: ALVOF).

The Company's head office and records are located at 1920, 215 9th Avenue S.W., Calgary, Alberta, Canada, T2P 1K3.

NOTE 2 – BASIS OF PRESENTATION

Basis of Measurement and Statement of Compliance

These consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") and were authorized for issuance by the Company's Board of Directors on August 11, 2022.

The consolidated financial statements are presented in U.S dollars ("USD") which is the parent Company's functional currency.

Use of Judgments, Estimates and Assumptions

The preparation of financial statements in accordance with IFRS requires management to make judgments, estimates and assumptions that impact the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities, if any, as at the date of the consolidated statements of financial position as well as the reported amounts of revenue, expenses and cash flows during the periods presented. Management makes judgments regarding the application of IFRS for each accounting policy. Estimates and assumptions relate primarily to unsettled transactions and events as of the date of the consolidated financial statements and actual results could differ materially from estimated amounts. These estimates and associated assumptions are based on historical experience and other factors that are considered relevant. Judgments, estimates and assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and on a prospective basis. Estimates are subject to measurement uncertainty and changes in such estimates in future years could require a material change in the consolidated financial statements.

Current Environment and Estimation Uncertainty

The market uncertainty created by the COVID-19 pandemic has significantly impacted global commercial activity for over two years. More recently, the current events in Ukraine have added additional uncertainty to global markets. Uncertainties with respect to energy supply caused by international conflict or disruption can have a significant impact on global commodity prices, even more so when such events involve a country that is a major exporter of oil or natural gas. These events have caused a period of heightened economic uncertainty with more volatile commodity prices and currency exchange rates, as well as inflation concerns. Even as economies show signs of recovery from COVID-19, it is difficult to reliably estimate the length or severity of the financial impact of these events in their entirety.

The growing demand for and global advancement of alternative energy sources can affect several assumptions used to determine the recoverable amount of the Company's exploration and evaluation assets and property, plant and equipment and the timing and settlement of decommissioning obligations. The time global energy markets will take to transition from carbon-based sources to alternative energy is unknown.

Emissions, carbon and other regulations impacting climate and climate related matters are constantly evolving. Furthermore, the increased focus on environmental, social and governance ("ESG") matters has a multitude of implications for the Company including, but not limited to, reduced access to capital markets and increased costs with respect to insurance and resources required to comply with new regulations.

Measurement Uncertainty

For Alvopetro, the most significant estimates, judgments and assumptions potentially affected by the situations above, are the valuation of Alvopetro's exploration and evaluation assets and property, plant and equipment. Amounts also recorded for depletion and depreciation, the decommissioning provision and deferred taxes, because they are based on several assumptions and estimates with respect to oil and natural gas reserves, are also based on assumptions impacted by the worldwide economic climate. The potential resulting direct and indirect impact to the Company of these uncertainties has been considered in management's estimates at the period end; however, there could be further material impact in future periods.

Judgments, estimates and assumptions made by management that have the most significant effect on the amounts recognized in the consolidated financial statements are discussed further in Note 3.

NOTE 3 – SIGNIFICANT ACCOUNTING POLICIES

Consolidation

These consolidated financial statements include the accounts of Alvopetro and its controlled subsidiaries. Intercompany transactions and balances are eliminated on consolidation. As at December 31, 2021 and 2020, the Company controls 100 percent of its subsidiaries (see note 19).

Joint Operations

The Company has oil and gas exploration activities that are conducted jointly with others and these consolidated financial statements reflect the Company's proportionate share of the assets, liabilities, revenues, expenses and cash flows from such activities. A joint arrangement is either a joint operation, whereby the parties have rights to the assets and obligations for the liabilities, or a joint venture, whereby the parties have rights to the net assets. The determination of a joint arrangement requires management's judgment and interpretation of IFRS. The classification of a joint arrangement between joint operations and joint venture, which requires further judgment and interpretation, will affect how the financial position and results of the joint arrangement are accounted for.

Cash and Cash Equivalents

Cash and cash equivalents consist of cash on hand and investments and deposits with an initial maturity of three months or less. Cash and cash equivalents are initially recorded at fair value.

Restricted Cash

Restricted cash consists of cash, cash equivalents, and short-term cash deposits (deposits with an initial maturity of one year or less) held as collateral to ensure the Company's fulfillment of work commitments and other obligations pursuant to concession contracts and credit agreements. Restricted cash held as collateral for letters of credit expiring in less than one year is classified as current, with the remainder classified as non-current.

Assets and Liabilities Held for Sale

Assets and liabilities are classified as held for sale if the carrying amount will be recovered principally through a highly probable sale transaction rather than through continued use. In accordance with IFRS, a sale is considered highly probable if the assets are available for immediate sale and management has stated their intention to sell the properties within one year. Assets classified as held for sale are measured at the lower of the carrying amount and the fair value less costs to sell, and are not depreciated.

Exploration and Evaluation ("E&E") Assets

Pre-exploration and pre-licensing costs associated with the investigating, bidding and acquisition of petroleum properties are expensed as exploration and evaluation expense when the targeted petroleum lease or concession is not obtained.

Costs incurred subsequent to obtaining the rights to explore, and prior to establishing commercial viability and technical feasibility, are classified as E&E assets. Such costs include land and license acquisition, technical services and studies, exploration drilling and testing, and directly attributable employee compensation. E&E assets include equipment inventory for use on future exploration wells. E&E assets are not depleted and are classified as such until they are considered technically feasible and commercially viable.

When E&E assets are considered technically feasible and commercially viable, they are reclassified to PP&E. Technical feasibility and commercial viability is initially indicated by the assignment of proved and/or probable reserves and then further subject to management judgement considering all relevant factors. Upon determination of technical feasibility and commercial viability, the E&E assets are tested for impairment and the estimated recoverable amount is transferred to PP&E.

The determination of technical feasibility and commercial viability and the impairment assessment requires significant judgment, estimates and assumptions with respect to future prospects, drilling success, well results from other activities including completions and stimulations, existing commitments and expiry of rights to explore, available funds, projected production rates, future market conditions and other significant changes (technological, economic, legal, regulatory).

Property, Plant and Equipment ("PP&E")

PP&E consists primarily of natural gas and oil development and production assets and, to a lesser extent, operational equipment and corporate assets.

Natural gas and oil assets include all costs directly associated with the development of natural gas and oil reserves. These expenditures include proved property acquisitions, geological and geophysical costs, development drilling and completions on productive and non-productive wells, infrastructure, decommissioning liabilities, directly attributable employee compensation and transfers from exploration and evaluation assets where technical feasibility and commercial viability has been established.

Natural gas and oil assets are accumulated on a CGU basis. Costs accumulated within each CGU are depleted using the unit-of-production method based on proved plus probable reserves before royalties as determined annually by independent petroleum reservoir engineers. The depletion base consists of capitalized costs and estimated future costs to be incurred in developing proved and probable reserves.

Costs related to replacing parts of assets included in PP&E are capitalized only when they increase the future economic benefits to be derived from the specific asset to which they relate. All other expenditures are recognized as an expense in the consolidated statements of operations and comprehensive income (loss) as incurred. The carrying amount of any replaced or sold component is derecognized. The costs of the day-to-day servicing of property, plant and equipment are recognized as an expense in the consolidated statements of operations and comprehensive loss as incurred.

Corporate assets included within PP&E consist primarily of computer equipment, leasehold improvements and office furniture and equipment. Operational equipment and corporate assets are depreciated over the estimated useful lives of the related assets, ranging from five to ten years, on straight-line basis.

The estimation of future cash flows, including reserves, is an inherently complex process which involves professional judgment and geoscientific interpretation as well as estimates of future production rates, future commodity prices and the timing and amount of future expenditures, all of which are subject to uncertainty. Key estimates used in determining future cash flows include:

Reserves – Assumptions that are valid at the time of reserve estimation may change significantly when new information becomes available. Changes in forward price estimates, production costs, required capital expenditures or recovery rates may change the economic status of reserves and may ultimately result in reserves being restated.

Natural gas and crude oil prices – Forward price estimates are used in the discounted cash flow model. These prices are adjusted for quality differentials, heat content and other factors. Commodity prices can fluctuate for a variety of reasons including supply and demand fundamentals, inventory levels, exchange rates, weather, economic and geopolitical factors.

Discount rate – The discount rate used to calculate the net present value of cash flows is based on estimates of an industry peer group weighted average cost of capital as appropriate for each CGU being tested. Changes in the general economic environment could result in significant changes to this estimate.

Impairment

E&E assets are comprised of the accumulated expenditures for each block for which technical feasibility and commercial viability has not yet been determined. E&E assets are reviewed quarterly for indicators of impairment and at the time of transfer to PP&E. Indicators of impairment consist of facts and circumstances suggesting that the carrying amount of an exploration and evaluation asset may exceed its recoverable amount. Where the carrying amount exceeds the estimated recoverable amount, the unrecoverable costs are charged to the consolidated statements of operations and comprehensive income (loss).

PP&E assets are grouped for impairment purposes by CGU and reviewed quarterly for indicators of impairment. An impairment test is performed whenever events or changes in circumstances indicate that the carrying value of the asset or CGU may not be recoverable. The CGU's recoverable amount is the greater of its fair value less costs of disposal and its value-in-use. Fair value less costs of disposal incorporates management's judgment, determined using discounted future cash flows of reserves at forecasted prices and costs. The value-in-use is determined by estimating the present value of the future net cash flows expected to be derived from the continued use of the asset or CGU. If the carrying amount exceeds the estimated recoverable amount, the CGU is written down with an impairment loss recorded in the consolidated statement of operations and comprehensive income (loss).

Impairment losses from previous periods are assessed at each reporting date for indications that the impairment loss no longer exists or has decreased. Impairment losses can be reversed if there is a change in the estimates used to determine the recoverable amount but cannot exceed the carrying value of the asset prior to impairment less any depreciation and depletion that would have been taken if no impairment had been recognized.

Leases

A contractual arrangement where a party has the right to control the use of an identified asset in exchange for consideration is or contains a lease. The Company recognises a right-of-use asset and a corresponding lease liability with respect to all lease arrangements in which it is the lessee, except for short-term leases (defined as leases with a lease term of 12 months or less) and leases of low value assets. For these leases, the Company recognises the lease payments as an operating expense on a straight-line basis over the term of the lease unless another systematic basis is more representative of the time pattern in which economic benefits from the leased assets are consumed.

At commencement, determined to be when the leased asset is available for use, the lease liability is recognized, measured at the present value of the lease payments that are not paid at the commencement date and discounted using the implicit lease rate or Alvopetro's incremental borrowing rate when the implicit rate is not readily determinable. A corresponding right-of-use ("ROU") asset is recognized. The ROU asset is based on the initial measurement of the corresponding lease liability, lease payments made at or before the commencement day, less any lease incentives received and any initial direct costs. ROU assets are subsequently measured at cost less accumulated depreciation and impairment losses.

The ROU asset is depreciated over the shorter of: 1) the asset's useful life; and 2) the lease term on a straight-line basis. Adjustments to the ROU asset are made if the contractual arrangement includes costs to dismantle the asset.

The lease liability is remeasured when there is a change in future lease payments arising from a change in rate, a change to the Company's expected residual value guarantee payable, or changes in the assessment for exercising a purchase, termination or extension option. Lease payments are allocated between repayment of the lease liability and finance expense which is charged to the consolidated statement of operations and comprehensive income (loss).

The measurement of lease obligations is subject to management's judgements, including the applicable incremental borrowing rate, based on assessment of the economic environment, term and underlying risk inherent to the asset. The carrying balance of the right-of-use assets, lease obligations, and the resulting interest and depletion and depreciation expense may differ due to changes in the market conditions and expected lease terms.

Decommissioning Liabilities

The Company recognizes the present value of the estimated future decommissioning liabilities related to statutory, contractual or other legal obligations associated with the retirement of assets, when a reasonable estimate of the provision can be determined, and it is probable that an outflow of resources will be required to settle the obligation. A corresponding increase to the carrying amount of the related asset is recorded.

Decommissioning liabilities are based on the estimated costs to abandon and reclaim all wells, facilities and pipelines as required under the terms of concession contracts and laws and regulations within Brazil. The estimate is evaluated on a quarterly basis and any adjustment to the estimate is applied prospectively. The liability is estimated by discounting expected future cash outflows required to settle the obligation using a risk-free rate. As all future abandonment and reclamation activities are expected to be funded in BRL, in determining the risk-free rate the Company uses a Brazil government bond rate for maturities coinciding as closely as possible with the estimated remaining years to abandonment. The change in net present value of the future decommissioning liabilities due to the passage of time is included in finance expense on the consolidated statements of operations and comprehensive income (loss). The costs capitalized to the related assets are amortized to earnings in a manner consistent with the depletion and depreciation of the underlying assets. Revisions to the estimated timing of cash flows, inflation rates, discount rates or to the original estimated undiscounted costs also result in an increase or decrease to the obligation. Actual costs incurred upon settlement of the retirement obligations are charged against the obligation to the extent of the liability recorded.

In estimating future decommissioning liabilities various assumptions are required with respect to the amount and timing of abandonment and reclamation costs, inflation factors, future interest rates and potential changes in the legal, regulatory, environmental and political environments.

Revenue Recognition

The Company's revenues are primarily derived from the production of natural gas and to a lesser extent condensate and oil production. Revenue is recognized when the performance obligations are satisfied and revenue can be reliably measured. The performance obligations are satisfied upon delivery, when control of the product has transferred to the customer, being when the product has been physically transferred to the contracted delivery point. Revenue is measured at the consideration specified in the contract and represents amounts receivable for the hydrocarbons sold, net of discounts and sales taxes.

The Company recognizes take-or-pay pre-payments for natural gas as unearned revenue until the performance obligations are met at which point the volumes delivered are recorded as natural gas revenue.

Share-based Compensation

The Company accounts for share-based compensation using the Black-Scholes option-pricing model to determine the fair value of stock options and certain warrants on grant date using various estimates, based on management's judgment and assumptions, including expected share price volatility, risk-free interest rate and expected term of the options. The fair value of restricted share units ("RSUs") and deferred share units ("DSUs") is estimated based on the share price on the grant date.

Share-based compensation is measured at fair value on the grant date and expensed over the vesting period with a corresponding increase to contributed surplus. Forfeitures are estimated at the grant date and adjusted as actual forfeitures occur, until the options are fully vested. Consideration paid upon the exercise of stock options, RSUs, DSUs and warrants, together with corresponding amounts previously recognized in contributed surplus, is recorded as an increase to share capital. The Company capitalizes the portion of share-based compensation directly attributable to its exploration and development activities, with a corresponding decrease to share-based compensation expense.

Finance Expense

Finance expense is comprised of lease interest, accretion of decommissioning liabilities, interest charged on the Company's credit facility (including cash interest, interest accrued and due upon repayment of advances and commitment fees), and the amortization of deferred financing costs associated with the Company's credit facility. The portion of the interest charged on the

Company's credit facility and the amortization of deferred financing costs directly attributable to the development of qualifying PP&E and E&E assets is capitalized directly to those assets.

Income Taxes

Income tax expense is comprised of current and deferred income taxes. Income tax expense is recognized in the consolidated statements of operations and comprehensive income (loss) except to the extent that it relates to items recognized directly in equity.

Current tax expense is based on estimated taxable income and tax rates which are determined pursuant to tax law enacted or substantively enacted at the reporting date, adjusted for any available tax incentives or benefits which reduce current tax otherwise payable.

The Company follows the liability method of accounting for deferred taxes. Under this method, deferred income tax assets or liabilities are recorded to reflect the difference between the accounting and tax base of assets and liabilities and unused tax losses. Deferred income taxes are measured using tax rates that are expected to apply to the period when the deferred tax asset is realized or the deferred tax liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period. The impact of tax benefits and incentives which may reduce the Company's income tax expense are considered in determining the expected future rates.

Deferred income tax assets are recognized for deductible temporary differences to the extent it is probable that future taxable profit will be available. The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent it is no longer probable that sufficient taxable profits will be available to allow the assets to be recovered. Deferred income tax assets and liabilities are offset only if there is a legally enforceable right to offset and they relate to income taxes levied by the same tax authority on the same taxable entity or on different tax entities to the extent they could be realized simultaneously.

The determination of deferred taxes requires interpretation of complex laws and regulations involving multiple jurisdictions. The measurement of income tax expense and deferred tax assets and liabilities is based on judgment in applying tax law and estimates on the applicable tax rates, available tax incentives, and the timing, likelihood and reversal of temporary differences between the accounting and tax bases of assets and liabilities as well as the expected recoverability of deferred tax assets. The extent to which deferred tax assets are recognized are based on estimates of future profitability which are based on estimated future commodity prices and estimates of reserves, all of which are subject to management estimates, judgments and assumptions. Tax interpretation, regulations, and legislation in both Canada and Brazil are subject to change and interpretation which can affect the timing of the reversal of temporary tax differences, the tax rates in effect when such differences reverse and the Company's ability to utilize tax losses and other tax pools in the future. All tax filings are subject to audit and potential reassessment after the lapse of considerable time. If any of these judgments and estimates prove to be inaccurate, actual results may differ significantly from that estimated and recorded by management and future earnings may be impacted.

Per Share Amounts

The Company computes basic earnings or loss per share using net income or loss divided by the weighted average number of common shares outstanding during the period. Diluted earnings per share is calculated assuming that any proceeds received by the Company upon the exercise of in-the-money stock options, warrants, DSUs and RSUs would be used to buy back common shares at the average market price for the period.

Foreign and Reporting Currency

The Company's functional currencies are the Brazilian real ("BRL") for all Brazil entities and the USD for all Canadian entities. Alvopetro has chosen to present its consolidated financial statements in USD.

The designation of the Company's functional currencies is a judgment made by management based on the currency of the primary economic environment in which the Company operates. Despite the fact that the contracted price for natural gas under the

Company's long-term natural gas sales agreement is derived from international benchmark prices in USD and the benchmark price for oil and condensate is set in USD, due to the business environment as well as foreign exchange and banking regulations in Brazil, management is of the opinion that the primary economic environment influencing the Company's labour, material and other costs as well as actual cash receipts from sales is Brazil and the functional currency of the Brazilian subsidiaries is BRL.

Transactions in currencies other than the entity's functional currencies are recognized at the rates of exchange prevailing on the date of the transactions. At the end of each reporting period, monetary assets and liabilities denominated in foreign currencies are translated at the exchange rate in effect at the reporting period date. Non-monetary assets, liabilities, revenues and expenses are translated at transaction date exchange rates. Any exchange gains or losses are included in the determination of net income (loss) on the consolidated statement of operations and comprehensive income (loss).

The assets and liabilities of all Brazil entities are translated to USD at exchange rates at the reporting date. The income and expenses of foreign operations are translated to USD at exchange rates at the date of the transactions. Resultant foreign currency differences are recognized in other comprehensive income (loss) on the consolidated statements of operations and comprehensive income (loss).

Amounts receivable from a foreign operation are considered part of the reporting entity's net investment when settlement is neither forecasted nor likely to occur in the foreseeable future. Foreign exchange gain or losses related to such items are recognized in other comprehensive income and presented in accumulated other comprehensive income (loss) in equity. Such amounts are retained in accumulated other comprehensive income and released to earnings where the Company has disposed of its entire interest in the foreign operation or loses control, joint control or significant influence over a foreign operation. If the Company disposes of a portion of its interest in the foreign operation, a proportionate amount of the related foreign currency gains or losses accumulated in other comprehensive income or loss would be reallocated between controlling and non-controlling interests. Where any amounts receivable from a foreign operation are expected to be settled in the foreseeable future, foreign exchange gains or losses related to such items are recognized in the consolidated statements of income and comprehensive income (loss) from the date the Company determines such future settlement is likely to occur.

The determination of the timing and quantum of any anticipated settlement of amounts receivable from foreign operations and the resulting treatment of any foreign exchange gains or losses on such intercompany amounts is subject to judgment based on management estimates and assumptions of future profitability and capital and other activities, all of which are subject to additional uncertainties.

Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. All financial assets and liabilities are initially recognized at fair value on the consolidated statement of financial position with subsequent measurement at amortized cost, fair value through other comprehensive income ("FVOCI"), or fair value through profit or loss ("FVTPL").

The measurement category for each class of the Company's financial assets and liabilities is as follows:

Financial Instrument	Classification
Cash and cash equivalents	Amortized cost
Restricted cash – current	Amortized cost
Trade and other receivables	Amortized cost
Accounts payable and accrued liabilities	Amortized cost
Risk management contracts (classified as Other Liabilities)	FVTPL
Credit facility	Amortized cost

Financial instruments subsequently revalued at fair value are further categorized using a three-level hierarchy which reflects the inputs available for measurement:

Level 1 – values based on quoted prices in active markets for identical assets or liabilities;

Level 2 – values based on quoted market prices for similar instruments in markets that are not active or model inputs that are observable either directly or indirectly; and

Level 3 – values based on inputs that are unobservable for the asset or liability.

Transfers of financial assets or liabilities between levels only occur if the business model for managing those financial instruments changes.

Derivative Instruments

The Company may at times use derivative instruments to manage its exposure to fluctuations in commodity prices, foreign currency exchange rates or interest rates. Alvopetro does not use financial derivatives for trading or speculative purposes.

The Company has not designated its risk management contracts as effective accounting hedges and therefore has not applied hedge accounting. As a result, the Company's derivative instruments are classified as FVTPL and are recorded at fair value based on quoted market prices, recognizing changes in the fair value of the instruments as unrealized gains or losses in the consolidated statements of operations and comprehensive income (loss) in the respective period.

As the delivery and receipt of a non-financial item is the underlying premise of the Company's long-term gas sales agreement ("GSA") it is accounted for as an executory contract. As such, it is not considered to be a financial asset or liability and settlements on the physical deliveries are recognized as natural gas revenue in the period the product is delivered to the sales point.

Impairment of Financial Assets

At each reporting date the Company assesses any objective evidence that a financial asset carried at amortized cost is impaired. Management uses judgment in making these assumptions, taking into consideration past loss history, existing market conditions and forward-looking estimates at the end of each reporting period. Any impairment is recorded in the consolidated statements of operations and comprehensive income (loss). Impairment losses can be reversed in subsequent periods.

Segmented Operations

All natural gas, oil and condensate sales revenue is derived from Brazilian operations. All exploration and evaluation assets and all material property, plant and equipment are located in Brazil. Cash and cash equivalents are held in both Canada and Brazil and all of the restricted cash at December 31, 2021 and 2020 is held in Brazil. The Company does not have any revenue in Canada other than interest earned on cash balances.

NOTE 4 – CHANGES IN ACCOUNTING STANDARDS

The Company has not early adopted any standard, interpretation, or amendment that has been issued but is not yet effective.

The Company has reviewed the following new and revised accounting pronouncements that have been issued but are not yet effective and may have a potential impact on the consolidated financial statements of the Company:

All tabular amounts are expressed in thousands of United States dollars, except per share amounts or as otherwise noted

Standard and Description	Date of Adoption	Expected Impact on Consolidated Financial Statements
IAS 16 *Property, Plant and Equipment* –amended to specify that proceeds from selling items before the related item of PPE is available for use should be recognized in profit or loss, together with the costs of producing those items.	January 1, 2022	The Company is evaluating the expected impact on the financial statements.
IAS 37 *Provisions, Contingent Liabilities and Contingent Assets* - amended to specify which costs are included as a cost of fulfilling a contract when determining whether that contract is onerous.	January 1, 2022	The Company is evaluating the expected impact on the financial statements.
IAS 1 *Presentation of Financial Statements* – amended to clarify certain requirements for the presentation of liabilities as current or non-current in the statements of financial position.	January 1, 2023	The Company is evaluating the expected impact on the financial statements.

NOTE 5 – ASSETS HELD FOR SALE

	As at	
	December 31, 2021	December 31, 2020
Balance, beginning of year	**128**	332
Additions	**63**	-
Impairment	**-**	(4)
Disposition	**(182)**	(158)
Foreign currency translation	**(9)**	(42)
Balance, end of year	**-**	128
Land	**-**	128
Total	**-**	128

During the year ended December 31, 2021 and 2020, the Company disposed of land and equipment inventory. The total gain for the year ended December 31, 2021 was $0.01 million (December 31, 2020 - $nil).

NOTE 6 – EXPLORATION AND EVALUATION ASSETS

	Restated (Note 21) As at	
	December 31, 2021	December 31, 2020
Balance, beginning of year	**25,764**	30,716
Capital expenditures	**1,528**	992
Capital expenditures – non-cash	**-**	3
Capitalized share-based compensation	**22**	10
Change in decommissioning liabilities	**2**	-
Transfer (to) from PP&E (Note 7)	**(23,427)**	99
Asset dispositions & other transfers	**1**	(1)
Impairment	**-**	21
Foreign currency translation	**(177)**	(6,076)
Balance, end of year	**3,713**	25,764

All tabular amounts are expressed in thousands of United States dollars, except per share amounts or as otherwise noted

During the year ended December 31, 2021 the Company's $23.4 million carrying value of its Murucututu field (previously referred to as the Gomo natural gas asset), which includes the 183(1) and 197(1) wells, was transferred from E&E assets to PP&E (note 7). Proved plus probable reserves were first assigned to this property on December 31, 2018 and from that point the Company closely evaluated its technical feasibility and commercial viability. In early 2020, Alvopetro completed a stimulation and initial production test on the 183(1) well and another production test was completed in early 2021. Given the results of the stimulation and production testing, reserves assigned to date and additional prospects on this project, to which the Company has been assigned contingent and prospective resources, there was no impairment on this E&E asset at the time of the transfer to PP&E.

General and administrative costs totaling $0.4 million (December 31, 2020 - $0.2 million) that were directly related to exploration and evaluation activities have been capitalized as exploration and evaluation assets.

The Company holds equipment inventory which has been predominantly used for exploration wells with a carrying value of $1.6 million (December 31, 2020 - $1.1 million) which is included in E&E assets.

NOTE 7 – PROPERTY, PLANT AND EQUIPMENT

	Restated (Note 21) As at	
	December 31, 2021	December 31, 2020
Cost, beginning of year	**25,174**	29,433
Capital expenditures – cash	**2,985**	2,425
Capital expenditures – non-cash	**-**	394
Capitalized share-based compensation	**44**	12
Other transfers	**(255)**	-
Transfer from (to) E&E assets (Note 6)	**23,427**	(99)
Change in decommissioning liabilities	**(603)**	-
Asset disposition	**(56)**	-
Foreign currency translation	**(2,950)**	(6,991)
Cost, end of year	**47,766**	25,174
Accumulated depletion, depreciation and impairment, beginning of year	**(2,284)**	(1,025)
Depletion and depreciation for the period	**(6,736)**	(1,315)
Asset disposition	**36**	-
Impairment	**-**	(1,012)
Foreign currency translation	**998**	1,068
Accumulated depletion, depreciation and impairment, end of year	**(7,986)**	(2,284)
Net book value, end of year	**39,780**	22,890

General and administrative costs totaling $0.5 million (December 31, 2020 - $0.5 million) and finance expenses totaling $nil (December 31, 2020 - $0.6 million) that were directly related to property, plant, and equipment activities have been capitalized.

There were no indications of impairment or impairment reversal on any properties in 2021.

2020 Impairment

At the onset of the COVID-19 pandemic the Company determined that indications of impairment existed as at March 31, 2020 due to the significant decline in global crude oil prices and the uncertainty surrounding the economic impact of the COVID–19 global pandemic. A test for impairment was performed at the CGU level by comparing the estimated recoverable amount to the carrying values of the assets. The estimated recoverable amount was determined based on fair value less costs of disposal, based on discounted cash flows from management's best estimate of recoverable reserves, discounted using a pre-tax rate of 15%. The

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Company utilized forecasted commodity prices from its external reserves evaluator. A resultant impairment charge of $1.0 million (restated) was recognized in the three months ended March 31, 2020 related to the Bom Lugar field, reducing the carrying value of the field to $1.3 million net of asset retirement obligations as at March 31, 2020. In determining the estimated recoverable amount of the Bom Lugar field as of March 31, 2020, the Company utilized the following forecasted commodity prices:

Brent forecasted utilized at March 31, 2020 ($/bbl)										
2020	2021	2022	2023	2024	2025	2026	2027	2028	2029	Thereafter
34.00	45.50	52.50	57.50	62.50	62.95	64.13	65.33	66.56	67.81	Escalated at 2%

As of December 31, 2020 although there were improvements in commodity prices from March 31, 2020, given the prevailing uncertainty related to the pandemic the Company reassessed the net recoverable amount remaining for the Bom Lugar field and determined that no further impairment was required. In determining the estimated recoverable amount at December 31, 2020, the Company utilized future cash flows from the Company's recoverable proved reserves as evaluated by the Company's independent reserves evaluator. The probable estimated future cash flows from a development location on this field were excluded. The Company utilized proved reserves in the determination of the estimated recoverable amount as of December 31, 2020. In evaluating the estimated recoverable amount based on proved reserves, the Company utilized a pre-tax discount rate of 5% as proved reserves are inherently subject to less uncertainty. Based on these assumptions, the estimated recoverable amount of this CGU was determined to be within the range of estimated recoverable amounts determined at March 31, 2020 and as such no further impairment charge or reversal was required at December 31, 2020. In determining the estimated recoverable amounts, the Company utilized the following forecasted commodity prices as of December 31, 2020:

Brent forecasted utilized at December 31, 2020 ($/bbl)										
2021	2022	2023	2024	2025	2026	2027	2028	2029	2030	Thereafter
50.75	55.00	58.50	61.79	62.95	64.13	65.33	66.56	67.81	69.17	Escalated at 2%

Future changes to forecasted commodity prices could result in future impairment losses or impairment reversals. As of December 31, 2020, a 5% increase in Brent would have resulted in a $0.3 million increase in the recoverable amount while a 5% decrease in Brent would have resulted in additional impairment of $0.3 million. An increase or decrease in the discount rate by 1% would have resulted in changes to the estimated recoverable amount of $0.06 million. The majority of the Company's production expenses and a portion of the Company's future development costs, are denominated in BRL. For purposes of estimating these future costs, any costs denominated in BRL were translated to USD assuming the exchange rate forecasted by Alvopetro's independent reserves engineer. Fluctuations in the BRL relative to the USD may result in additional impairment charges or impairment reversals.

NOTE 8 – RIGHT-OF-USE ("ROU") ASSETS AND LEASE LIABILITIES

The Company's contracts that contain leases or lease components include equipment for processing natural gas and access to land for midstream development in Brazil as well as office space in both Canada and Brazil. The net book value of the Company's ROU assets is as follows.

All tabular amounts are expressed in thousands of United States dollars, except per share amounts or as otherwise noted

	As at	
	December 31, 2021	December 31, 2020
Net book value, beginning of year	**8,092**	219
Additions	**190**	8,494
Depreciation of ROU assets	**(971)**	(574)
Foreign currency translation	**(158)**	(47)
Net book value, end of year	**7,153**	8,092
Net Book Value by Asset Class		
Natural gas facility	**6,926**	7,890
Office space	**149**	105
Surface land access	**78**	97
Total Net Book Value	**7,153**	8,092

The Company's lease liabilities are as follows:

	As at	
	December 31, 2021	December 31, 2020
Lease liabilities, beginning of period	**8,310**	163
Additions	**190**	8,494
Finance expense	**1,355**	706
Lease payments	**(1,856)**	(1,014)
Foreign currency translation	**(20)**	(39)
Lease liabilities, end of period	**7,979**	8,310
Current	**516**	483
Non-current	**7,463**	7,827
Total	**7,979**	8,310

The majority of the right-of-use assets and the lease liabilities are related to the lease component contained in Alvopetro's 10-year contract (the "Gas Treatment Agreement") with Enerflex Ltd. ("Enerflex"). Under the Gas Treatment Agreement, Enerflex constructed, maintains, operates and warranties the onstream performance of the natural gas treatment facility ("the Facility") to process natural gas from the Company's Caburé natural gas field. The present value of future minimum lease payments were discounted using a rate of 16.9% and the right-of-use asset will be depreciated over the 10-year term of the contract.

The Company's weighted average rate used to discount all lease liabilities was 16.7% (December 31, 2020 – 16.7%).

NOTE 9 – OTHER ASSETS

Other assets represents the unamortized portion of the Company's deferred financing costs associated with the Company's Credit Facility.

	As at	
	December 31, 2021	December 31, 2020
Balance, beginning of year	**1,128**	1,790
Amortization of deferred financing costs	**(635)**	(650)
Foreign currency translation	**(2)**	(12)
Balance, end of year	**491**	1,128

All tabular amounts are expressed in thousands of United States dollars, except per share amounts or as otherwise noted

NOTE 10 – DECOMMISSIONING LIABILITIES

The decommissioning liabilities were estimated based on the net ownership interest of wells, facilities and pipelines, management's estimates of costs to abandon and reclaim those wells and infrastructure, and the potential future timing of the costs to be incurred.

	As at	
	December 31, 2021	December 31, 2020
Balance, beginning of year	**1,143**	1,380
Liabilities incurred	**19**	-
Revisions to obligations	**(620)**	-
Obligations settled	**(6)**	(5)
Accretion	**82**	80
Foreign currency translation	**(50)**	(312)
Balance, end of year	**568**	1,143

Current	**61**	63
Non-current	**507**	1,080
Total	**568**	1,143

Total undiscounted cash flows, escalated at 3.7% (December 31, 2020 - 5.5%) for inflation, required to settle the Company's decommissioning liabilities are estimated to be $10.2 million (December 31, 2020 - $5.8 million). These estimated cash flows are discounted using an average risk-free rate of 8.9% (December 31, 2020 – 6.9%).

NOTE 11 – CREDIT FACILITY

In 2019, the Company entered into a $15 million Credit and Guarantee Agreement (the "Credit Facility") which is secured by all of Alvopetro's assets and was originally set to mature on October 8, 2022. During the three months ended June 30, 2021, the Company negotiated an amendment to the Credit Facility including a one-year extension of the maturity date to October 8, 2023. The Credit Facility is subject to monthly interest payments at 9.5%. Originally, an additional interest at a rate 3.0% per annum was applicable but was eliminated effective April 15, 2021 as part of the amendment. Until October 8, 2020, the Credit Facility was subject to a 1.0% per annum commitment fee on the unused available balance.

	As at	
	December 31, 2021	December 31, 2020
Balance at beginning of year	**15,423**	5,027
(Repayments) advances	**(9,000)**	10,000
Accrued interest due upon repayment	**122**	396
Balance at end of year	**6,545**	15,423

Covenants

The Credit Facility contains certain customary financial and non-financial covenants, standard representations and warranties, and events of default. Financial covenants include a minimum debt service ratio of 1.30:1 and a maximum leverage ratio of 2.25:1.

Debt Service Ratio is computed based on the "Adjusted Consolidated EBITDA" to "Consolidated Debt Service". Both Adjusted Consolidated EBITDA and Consolidated Debt Service are defined terms in the Credit Facility agreement. Adjusted Consolidated EBITDA is "Consolidated EBITDA" decreased by income taxes, capital expenditures, dividends and share repurchases in the period and increased or decreased by the net change in non-cash working capital in the period. Consolidated EBITDA is defined in the Credit Facility and is reconciled to net income by adding back depletion, depreciation, impairment, finance expenses, taxes, share based compensation, unrealized gains and losses and other non-cash items. In addition, for all periods commencing on July 1, 2020 (being those covenant calculations ending on December 31, 2020, March 31, 2021 and June 30, 2021), Adjusted Consolidated EBITDA was increased by the Company's cash and cash equivalents as of June 30, 2020. Consolidated Debt Service is defined to include all interest and principal payments on the Company's outstanding debt and capital lease obligations for the period.

All tabular amounts are expressed in thousands of United States dollars, except per share amounts or as otherwise noted

	As at	
	December 31, 2021	December 31, 2020
Adjusted Consolidated EBITDA	**17,705**	6,639
Consolidated Debt Service	**2,933**	1,858
Debt Service Ratio (Minimum of 1.30:1)	**6.04:1**	3.57:1

The Leverage Ratio is computed as the ratio of "Adjusted Consolidated Indebtedness" to "Consolidated EBITDA". Adjusted Consolidated Indebtedness includes all debt of the Company reduced by the portion of debt attributable to the capital lease obligation outstanding to Enerflex and the unrestricted cash balance.

	As at	
	December 31, 2021	December 31, 2020
Adjusted Consolidated Indebtedness	**(4,720)**	10,435
Consolidated EBITDA	**25,148**	7,865
Leverage Ratio (Maximum of 2:25:1)	**(0.19):1**	1.33:1

The Company was in compliance with all financial and non-financial covenants as of December 31, 2021.

NOTE 12 – SHARE CAPITAL

a) Authorized

Alvopetro has an unlimited number of common shares authorized for issuance. The Company is also authorized to issue preferred shares in one or more series.

In 2021 Alvopetro completed a share consolidation and split (the "Share Restructuring"). Prior to the Share Restructuring, there were a total of 99,828,295 common shares of Alvopetro outstanding and as part of the Share Restructuring, 1,265,306 common shares were repurchased at a price of CAD$1.12 per common share, representing 1.3% of the total common shares outstanding prior to the Share Restructuring. The remaining common shares participated in the 2,100 to 1 share consolidation followed immediately by a 1 to 700 share split, for an effective 3:1 share consolidation. For the current and comparative periods, all common share, stock option, warrant, restricted share units and deferred share unit quantities, as well as stock option and warrant exercise prices and diluted weighted average shares outstanding have been retrospectively adjusted to reflect the Share Restructuring.

A special resolution was approved by the Company's shareholders during 2021 approving the reduction of the stated capital of the Company's common shares by an aggregate amount of up to CAD$150 million without any payments on the reduction. This stated capital reduction was subsequently approved by the Board of Directors on September 21, 2021. For accounting purposes, the stated capital reduction resulted in a reduction of $117.2 million and $68.6 million to the Company's share capital and deficit, respectively, and an increase of $48.6 million to contributed surplus.

b) Issued and Outstanding Common Shares

	Year Ended December 31,			
	2021		2020	
	Number of Shares	Amount ($000)	Number of Shares	Amount ($000)
Balance, beginning of year	33,153,800	156,755	32,616,596	156,355
Share buy-back and associated adjustments	(421,699)	(1,119)	-	-
Exercise of stock options	1,046,528	861	537,204	403
Exercise of warrants	125,000	225	-	-
Stated capital reduction	-	(117,180)	-	-
Share issue costs and restructuring costs	-	(61)	-	(3)
Balance, end of year	33,903,629	39,481	33,153,800	156,755

c) Warrants to Purchase Common Shares

Warrants outstanding as follows are exercisable into an equal number of common shares:

	Number of Options	Weighted Average Exercise Price ($)
Balance as at December 31, 2019	3,077,623	1.77
Expired	(266,667)	1.50
Balance as at December 31, 2020	2,810,956	1.80
Exercised	(125,000)	1.80
Balance as at December 31, 2021	**2,685,956**	**1.80**
Percentage of common shares outstanding	**7.9%**	

All warrants outstanding as of December 31, 2021 expire on September 20, 2022.

d) Options to Purchase Common Shares

Alvopetro has a stock option plan whereby the Company may grant stock options to its directors, officers, employees and consultants as part of the Company's long-term incentive plan to align compensation with shareholders' interests. The options outstanding are as follows:

All tabular amounts are expressed in thousands of United States dollars, except per share amounts or as otherwise noted

	Number of Options	Weighted Average Exercise Price (CAD$)
Balance as at December 31, 2019	2,679,588	1.14
Granted	436,000	2.43
Exercise of options for common shares	(537,204)	0.87
Adjustment for net settlement of options	(286,570)	1.20
Adjustment for cash settlement of options	(41,226)	1.20
Balance as at December 31, 2020	**2,250,588**	**1.41**
Granted	**338,000**	**4.73**
Exercise of options for common shares	**(1,046,528)**	**0.93**
Adjustment for net settlement of options	**(94,552)**	**0.86**
Adjustment for cash settlement of options	**(2,400)**	**0.63**
Balance as at December 31, 2021	**1,445,108**	**2.58**
Percentage of common shares outstanding	**4.3%**	

	Options Outstanding at December 31, 2021			**Options Exercisable at December 31, 2021**		
Exercise Price	Number of Options	Weighted Average Exercise Price (CAD$)	Weighted Average Remaining Contractual Life (Years)	Number of Options	Weighted Average Exercise Price (CAD$)	Weighted Average Remaining Contractual Life (Years)
CAD$0.60 - $0.99	136,667	0.94	1.4	136,667	0.94	1.4
CAD$1.00 - $1.99	273,330	1.29	1.9	273,330	1.29	1.9
CAD$2.00 - $2.99	717,111	2.38	3.7	265,340	2.32	3.3
CAD$3.00 - $3.99	-	-	-	-	-	-
CAD$4.00 - $4.84	318,000	4.84	4.9	-	-	-
CAD$0.60 - $4.84	**1,445,108**	**2.58**	**3.4**	**675,337**	**1.63**	**2.3**

e) Restricted Share Units and Deferred Share Units

Alvopetro has an incentive share plan whereby the Company may grant restricted share units ("RSUs"), deferred share units ("DSUs") and performance share units ("PSUs") to purchase common shares of the Company.

	Number of RSUs & DSUs	Weighted Average Remaining Contractual Life (Years)
Balance as at December 31, 2020	300,000	3.9
Granted	263,165	4.8
Balance as at December 31, 2021	**563,165**	**3.3**
Percentage of common shares outstanding	**1.7%**	

All tabular amounts are expressed in thousands of United States dollars, except per share amounts or as otherwise noted

f) Share-Based Compensation

The fair value of the stock options is estimated on the grant date using the Black-Scholes option pricing model. The fair value of the DSUs and RSUs is estimated based on the share price on the grant date. Weighted average assumptions and resultant fair values for stock options granted are as follows:

	Year ended December 31,	
	2021	2020
Risk free interest rate (%)	**1.3**	0.32
Expected term (years)	**4.0**	4.0
Expected volatility (%)	**45.0**	45.0
Dividend per share (%)	**6.4**	-
Forfeiture rate (%)	**5.0**	5.0
Weighted average fair value (CAD)	**1.08**	0.89

Share-based compensation that was directly related to exploration and evaluation assets and property, plant and equipment has been capitalized with the remainder recognized as share-based compensation expense on the consolidated statements of operations and comprehensive income (loss).

g) Net Income Per Share

Net income per share is calculated by dividing net income by the weighted average number of common shares outstanding during the applicable period. The following reconciles the number of shares used in the basic and diluted net earnings per share calculations:

	Year ended December 31,	
	2021	2020
Weighted average basic	**33,103,161**	32,871,149
Dilutive securities		
Stock options	**550,689**	2,152,401
Warrants(1)	**877,623**	10,438
RSUs & DSUs	**396,036**	110,959
Weighted average diluted	**34,927,509**	35,144,947

(1) Exercise price of warrants with USD-denominated exercise price translated to CAD at the period-end rate.

h) Dividends Declared

During the year ended December 31, 2021, the Company declared two dividend payments of $0.06 per common share, totaling $4.1 million, to shareholders of record on September 29, 2021 and December 30, 2021. The dividends were paid on October 15, 2021 and January 14, 2022. The declaration, timing, amount and payment of future dividends remain at the discretion of the Board of Directors.

NOTE 13 – REVENUE FROM CONTRACTS WITH CUSTOMERS

	Year ended December 31,	
	2021	2020
Natural gas	**32,078**	10,495
Condensate	**2,852**	752
Oil	**50**	61
Total	**34,980**	11,308

All tabular amounts are expressed in thousands of United States dollars, except per share amounts or as otherwise noted

The Company's natural gas price is set semi-annually (in February and August) using a trailing weighted average basket of USD benchmark prices, with a floor and a ceiling price adjusted based on United States inflation. The natural gas price is then translated to Brazilian Real ("BRL") based on the average BRL relative to USD and fixed in BRL until the next price re-set date. As all invoices are issued in BRL, actual receipts and revenue recognized in equivalent USD will be subject to exchange rate variations.

The Company's oil and condensate sales revenues are derived under contracts with customers based on floating prices, specifically the Brent benchmark oil price adjusted for contracted discounts at a fixed percentage of Brent in the case of oil sales and at fixed premiums to Brent in the case of condensate sales.

Payment terms are on or before the 25th day of the month following satisfaction of the performance obligation and payments for condensate are often made in advance of shipment. For the year ended December 31, 2021 the natural gas sales revenue has been collected within the timing expected. There is no indication of potential collection issues with Bahiagás, the local distribution company in the state of Bahia in Brazil and sole customer of the Company's natural gas production. Amounts receivable from contracts with customers by commodity are as follows:

	As at December 31,	
	2021	2020
Natural gas	**3,883**	2,539
Condensate	**-**	32
Oil	**-**	-
Total	**3,883**	2,571

NOTE 14– NATURE OF OTHER INCOME AND EXPENSES

a) Other Income

	Year ended December 30,	
	2021	2020
Tax recoveries from operations	**629**	-
Retroactive tax recoveries	**390**	-
Interest income	**20**	24
Water disposal income & other	**35**	51
Total other income	**1,074**	75

Upon the transition to a producing company, Alvopetro is entitled to certain tax credits which starting in 2021 are recorded as other income. In the year ended December 31, 2021 the Company recorded a $0.4 million retroactive tax recovery resulting from a change in Brazilian tax legislation.

b) Production Expenses

	Year Ended December 31,	
	2021	2020
Personnel	**286**	193
Facility and pipeline	**1,672**	573
Other fixed	**939**	519
Variable	**199**	51
Workover	**38**	-
Total production expenses	**3,134**	1,336

All tabular amounts are expressed in thousands of United States dollars, except per share amounts or as otherwise noted

c) General and Administrative ("G&A") Expenses

	Year Ended December 31,	
	2021	2020
Personnel	**3,469**	2,595
Travel	**31**	17
Office and IT costs	**159**	115
Professional fees	**748**	419
General corporate	**1,168**	652
Gross G&A expenses	**5,575**	3,798
Capitalized to PP&E (Note 7)	**(549)**	(491)
Capitalized to E&E (Note 6)	**(356)**	(237)
Net G&A expenses	**4,670**	3,070

General corporate expenses include public company costs, corporate insurance, directors' fees and other miscellaneous expenses. G&A expenses directly attributable to exploration and development projects, primarily being personnel costs, are capitalized.

d) Finance Expenses

	Year Ended December 31,	
	2021	2020
Lease interest (Note 8)	**1,355**	706
Accretion of decommissioning liabilities (Note 10)	**82**	80
Amortization of deferred financing costs (Note 9)	**635**	650
Interest on Credit Facility (Note 11)	**1,079**	1,638
Gross finance expenses	**3,151**	3,074
Capitalized to PP&E	**-**	(623)
Capitalized to E&E	**-**	(114)
Net finance expenses	**3,151**	2,337

The portion of interest on the Credit Facility and the amortization of deferred financing costs that were directly attributable to eligible PP&E and E&E projects in 2020 were capitalized to those assets.

NOTE 15 – TAXES

Alvopetro computes Brazil corporate income tax under the actual profit regime. Under this regime, the corporate tax rate on taxable income is 34%, comprised of corporate income tax of 15%, surtax of 10%, and a social contribution tax of 9%. Tax losses may be carried forward indefinitely; however, any utilization of losses in a subsequent taxation year is limited to 30% of the taxable income in that period.

In the third quarter of 2021, the Company received approval from tax authorities in Brazil for Supertintendência de Desenvolvimento do Nordeste ("SUDENE"), a regional tax incentive offered for Bahia State. Pursuant to the incentive, the Company may reduce its corporate tax and surtax liability by 75% for profits arising on qualifying natural gas projects, resulting in an effective tax rate of 15.25% where profits for SUDENE purposes align with taxable income under the actual profit regime. The SUDENE incentive applies to natural gas profits Alvopetro earns for a period of ten taxation years, commencing January 1, 2021 and ending December 31, 2030.

Deferred tax assets and liabilities are measured using substantively enacted tax rates that are expected to apply when temporary differences are expected to reverse. As a result of the reduction in the effective corporate tax rate from 34% to 15.25%, the Company remeasured the net deferred tax asset at January 1, 2021 and recognized deferred tax expense of $4.1 million as a result of the change in future tax rate.

All tabular amounts are expressed in thousands of United States dollars, except per share amounts or as otherwise noted

Income tax expense differs from the amount that would have been expected by applying the statutory income tax rate to loss before taxes. The principal reasons for this difference are as follows:

	Restated (Note 21)	
	Year ended December 31,	
	2021	2020
Income before taxes	**12,021**	2,511
Statutory income tax rate	**34%**	34%
Expected income tax expense	**4,087**	854
Increase (decrease) resulting from:		
Effect of tax incentives and lower local tax rates	**(3,628)**	-
Remeasurement of prior period deferred tax asset at lower future tax rate	**4,095**	-
Non-deductible amounts for tax purposes	**1,638**	615
Change in estimated tax pools	**18**	55
Share-based compensation	**149**	90
Change in unrecognized deferred tax asset	**53**	(7,380)
Impact of foreign exchange fluctuations and other	**14**	(1,363)
Income tax expense (recovery)	**6,426**	(7,129)

The components of income tax expense (recovery) are as follows:

	Restated (Note 21)	
	Year ended December 31,	
	2021	2020
Current tax expense	**507**	-
Deferred tax expense (recovery)	**5,919**	(7,129)
Total income tax expense (recovery)	**6,426**	(7,129)

The change in the Company's deferred tax balance is as follows:

	Restated (Note 21)	
	Year ended December 31,	
	2021	2020
Deferred tax (asset) liability, beginning of the year	**(7,789)**	-
Recognized in deferred income tax expense (recovery)	**5,919**	(7,129)
Recognized in other comprehensive income – initial recognition	**(3,931)**	(457)
Impact of foreign exchange fluctuations and other	**496**	(203)
Deferred tax (asset), end of year	**(5,305)**	(7,789)

The components of the Company's deferred tax assets and liabilities arising from temporary differences and loss carry-forwards as well as the associated amount of deferred tax recovery or expense recognized in the Company's consolidated statements of operations and comprehensive loss are outlined below.

All tabular amounts are expressed in thousands of United States dollars, except per share amounts or as otherwise noted

Deferred tax liability (asset) Restated (Note 21)	PP&E, E&E and ROU assets	Decommissioning liabilities	Tax loss carryforwards	Other Brazil tax pools	Unrealized taxable foreign exchange gains	Unrecognized deferred tax asset	Total
As at December 31, 2019	(1,766)	(210)	(6,168)	(1,021)	15	9,150	-
Deferred tax expense (recovery)	2,534	(148)	(1,699)	(605)	169	(7,380)	(7,129)
Recognition in OCI	-	-	(457)	-	-	-	(457)
Foreign currency translation	576	(31)	(630)	(139)	21	-	(203)
As at December 31, 2020	1,344	(389)	(8,954)	(1,765)	205	1,770	(7,789)
Deferred tax expense (recovery)	(625)	241	3,960	2,423	(133)	53	5,919
Recognition in OCI	-	-	-	(3,931)	-	-	(3,931)
Foreign currency translation	(46)	21	390	131	-	-	496
As at December 31, 2021	673	(127)	(4,604)	(3,142)	72	1,823	(5,305)

A deferred tax asset of $1.8 million exists at December 31, 2021 (December 31, 2020 - $1.8 million) that has not been recognized, all of which relates to Canada. Total tax loss carry-forwards include $20.4 million attributable to Brazil, which carryforward indefinitely but are limited to annual utilization of up to 30% of taxable income in subsequent periods, and $7.7 million attributable to Canada which expire between 2032 and 2040.

NOTE 16 – CAPITAL MANAGEMENT

The Company's capital consists of the following:

	Restated (Note 21) As at December 31, 2021	2020
Cash and cash equivalents	**11,469**	5,159
Non-cash working capital (deficit) surplus	**(2,372)**	380
Credit Facility	**(6,545)**	(15,423)
Working capital net of debt (net debt)	**2,552**	(9,884)
Lease liabilities – non-current	**(7,463)**	(7,827)
Shareholders' equity	**51,024**	46,872

Alvopetro has the ability to adjust its capital structure by issuing new equity or debt and making adjustments to its capital and dividend programs to the extent the capital expenditures are not committed.

NOTE 17 – FINANCIAL INSTRUMENTS AND FINANCIAL RISK MANAGEMENT

Overview

The Company's financial instruments, classified as financial assets and liabilities, consist of cash and cash equivalents, restricted cash, trade and other receivables, accounts payable and accrued liabilities, dividends payable, other liabilities, risk management contracts and the Credit Facility.

Financial Risk

The Company is exposed to risks arising from the volatility of commodity prices, foreign exchange rates and interest rates, resulting in market risks, credit risk and liquidity risk. Risk management strategies are employed to ensure that any exposures are within risk tolerance levels are compatible with the Company's business objectives. Alvopetro's Board of Directors has overall responsibility for establishment and oversight of the Company's risk management policies and activities.

Market Risk

Market risk is the risk that changes in market factors will affect the Company's cash flows, net income, comprehensive gain (loss), liquidity or the value of financial instruments. Market uncertainly associated with the COVID-19 pandemic is incorporated into management's risk assessments but given the lack of precedence, is difficult to accurately predict with confidence.

Foreign Currency Risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign currency exchange rates. The Company's natural gas, oil and condensate sales are denominated in BRL based on USD benchmark prices, unused tax pools in Brazil are in BRL and all operational, administrative and capital activities related to the Brazil properties are transacted primarily in BRL. Alvopetro's GSA is exposed to fluctuations in the USD to the BRL as the natural price, although benchmarked to USD, is set semi-annually in BRL (based on historical foreign exchange rates) and billed monthly in the set BRL price until the next price redetermination. The following table denotes the overall impact on natural gas revenues of a 5% and 10% appreciation and depreciation of the BRL relative to the USD:

	Year Ended December 31,	
	2021	2020
Increase (decrease) to natural gas revenues from:		
5% Appreciation of BRL to USD	**1,688**	525
10% Appreciation of BRL to USD	**3,564**	1,050
5% Depreciation of BRL to USD	**(1,528)**	(500)
10% Depreciation of BRL to USD	**(2,916)**	(954)

To manage exposure to foreign exchange volatility with respect to the BRL, the Company may enter into forward exchange rate contracts. During the years ended December 31, 2021 and 2020, the Company entered into a total of BRL 15.6 million forward exchange contracts with settlements based on fixed rates between 4.99 and 5.59 and settlement dates spanning from February to December 2021. The Company recognized the fair value of these contracts in the statement of financial position with changes in fair value recognized as an unrealized gain or loss included in net income. Realized gains or losses are recognized in the period the contracts are settled. Total gains with respect to these contracts for the year ended December 31, 2021 were $0.03 million (2020 – $0.01 million loss). No forward contracts were outstanding as of December 31, 2021. In addition, management closely monitors foreign exchange rates and will determine the currency and location of cash held based on funding needs and opportunities to optimize on foreign currency and local interest rates.

The following financial instruments are denominated in currencies other than the USD:

	As at			
	December 31, 2021		December 31, 2020	
	CAD (000's)	**BRL (000's)**	CAD (000's)	BRL (000's)
Cash and cash equivalents	**514**	**20,093**	64	4,282
Restricted cash – current	**-**	**977**	-	651
Trade and other receivables	**68**	**22,948**	40	14,156
Risk management contracts	**-**	**-**	-	(65)
Accounts payable and accrued liabilities	**(1,744)**	**(22,170)**	(415)	(10,371)
Net exposure in foreign currency	**(1,162)**	**21,848**	(311)	8,653
Net exposure in USD ($000s)	**(917)**	**3,915**	(244)	1,665

Based on financial instruments held at December 31, 2021 and 2020, sensitivity to fluctuations in the exchange rates as indicated below would have the following estimated effect on net income and other comprehensive loss:

All tabular amounts are expressed in thousands of United States dollars, except per share amounts or as otherwise noted

	Year Ended December 31,	
	2021	2020
Effect of 5% appreciation in CAD and BRL to USD		
Decrease to net income	**(42)**	(12)
Increase to other comprehensive income / decrease to other comprehensive loss	**206**	75
Effect of 5% depreciation in CAD and BRL to USD		
Increase to net income	**42**	12
Decrease to other comprehensive income / increase to other comprehensive loss	**(186)**	(67)

Commodity Price Risk

For the year ended December 31, 2021 approximately 92% (December 31, 2020 – 93%) of natural gas, oil and condensate sales was related to natural gas sales from the Company's Caburé field. Fluctuations in natural gas prices may have a significant impact on the carrying value of this property as well as cash flows and the Company's resultant ability to execute planned capital expenditures, meet ongoing obligations and repay amounts drawn under the Credit Facility. Changes in commodity prices can also affect the Company's ability to obtain future financings and the terms of those future financings. Alvopetro's natural gas volumes are sold pursuant to its GSA at a natural gas price, set semi-annually, based on average historical international USD benchmark commodity prices. The GSA includes both a USD floor and ceiling price, based on three benchmark price indices (see Note 13), limiting the Company's exposure to commodity price risk.

The Company did not have any forward commodity price contracts in place as at or during the years ended December 31, 2021 and 2020 but may consider such in the future to protect cash flows and manage this risk.

Interest Rate Risk

The Company is exposed to interest rate cash flow risk on cash and cash equivalents and restricted cash due to fluctuations in market interest rates applied to cash balances. The Company also incurs interest on its Credit Facility, with no effect from market conditions however given the interest rate is fixed.

Credit Risk

Credit risk is the risk of financial loss to the Company if counterparties do not fulfill their contractual obligations. This exposure for Alvopetro potentially affects restricted cash, trade and other receivables and risk management contracts.

The Company is subject to increased credit risk as the Company has one customer for its natural gas production contributing to economic dependence on this one counterparty. At December 31, 2021, $3.9 million of accounts receivable (December 31, 2020 - $2.5 million) or 92% (2020 - 91%) is related to natural gas production sold to one counterparty (see Note 13), the full balance of which was received subsequent to December 31, 2021. Alvopetro is paid for its production monthly and has assessed the risk of nonpayment from this customer, the distribution company for the state of Bahia, as very low. To date there have been no issues with respect to recoverability of the accounts receivable from Alvopetro's natural gas customer nor any significant issues recovering amounts from oil or condensate customers. As such, the risk of non-collection from this counterparty and any of Alvopetro's counterparties is not expected to have a material impact on the financial statements.

The Company closely monitors other trade receivables, recognizing a provision when collection is in doubt. There were no material expected credit losses recognized in 2021 or 2020. The maximum exposure to credit risk is equal to the carrying value of the financial assets.

All tabular amounts are expressed in thousands of United States dollars, except per share amounts or as otherwise noted

Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations when due. The Company manages this risk by forecasting cash flows for a minimum period of twelve months which involves preparation of capital expenditure, operating and general and administrative budgets, all of which are monitored and updated as considered necessary. Obligations were satisfied throughout 2021 with the Company's cash balances and cash flows from operating activities. The Company's current cash flow levels are anticipated to fund planned capital programs and ongoing operational requirements as well as debt repayments and dividends.

Fair Value of Financial Instruments

Financial assets and liabilities measured at fair value are classified into levels reflecting the measurement method used. The risk management contracts are considered level 2 instruments. There were no transfers of any financial instruments between levels within the fair value hierarchy during the year ended December 31, 2021 or 2020.

The carrying values of the Company's financial assets and liabilities approximate their fair values.

NOTE 18 – CHANGES IN NON-CASH WORKING CAPITAL

	Year ended December 31,	
Change in:	**2021**	2020
Trade and other receivables	**(1,269)**	(2,864)
Prepaid expenditures	**(1,131)**	161
Accounts payable, accrued liabilities and dividends payable	**2,870**	(485)
	470	(3,188)
Changes relating to:		
Operating activities	**(346)**	(3,155)
Financing activities	**494**	59
Investing activities	**322**	(92)
	470	(3,188)

NOTE 19 – RELATED PARTY TRANSACTIONS

Key management personnel are comprised of Alvopetro's directors and officers. Compensation for these individuals is set forth as follows:

	Year ended December 31,	
	2021	2020
Short-term benefits	**1,943**	1,056
Share-based compensation	**394**	198
Total	**2,337**	1,254

The following table lists the Company's subsidiaries and their respective places of incorporation, each owned 100% directly and indirectly at December 31, 2021:

Subsidiary Name	**Country of Incorporation**
Alvopetro Oil and Gas Investments Inc.	Canada
Alvopetro S.A. Extração de Petróleo e Gás Natural	Brazil
Alvopetro Investimentos e Participações Ltda.	Brazil
Alvopetro Participações em Petróleo E Gás Ltda.	Brazil

All tabular amounts are expressed in thousands of United States dollars, except per share amounts or as otherwise noted

NOTE 20 – COMMITMENTS AND CONTINGENCIES

The following is a summary of contractual commitments as at December 31, 2021:

Commitments	< 1 Year	1-3 Years	Thereafter	Total
Minimum work commitments(1)				
Block 183	597	-	-	**597**
Bom Lugar	-	63	-	**63**
Mãe-da-lua	-	-	63	**63**
Minimum work commitments	**597**	**63**	**63**	**723**
Gas Treatment Agreement	**1,454**	**3,259**	**8,961**	**13,674**
Total commitments	**2,051**	**3,322**	**9,024**	**14,397**

(1) Under the terms of the ANP concession contracts for each of our exploration blocks, the Company has commitments which must be completed prior to the applicable phase expiry date. The Company is required to post a performance guarantee with the ANP for all commitments in the table above.

Amounts presented above for the Gas Treatment Agreement represent the monthly service fees for operation and maintenance of the Facility and Alvopetro's 11-kilometre transfer pipeline and anticipated monthly costs associated with the facility expansion expected to be completed in June 2022. Once the facility expansion is completed, it is expected such amounts will be treated as capital lease obligation and reflected on the consolidated statements of financial position.

The Company currently has no contingent liabilities recorded; however, in the normal course of operations, may have disputes with industry participants for which the outcomes are not determinable. The Company has a policy to record contingent liabilities as they become determinable and the probability of loss is more likely than not.

NOTE 21 – RESTATEMENT OF THE CONSOLIDATED FINANCIAL STATEMENTS

The Company has determined that there was an error in prior periods in respect of the application of IAS 21 – *The Effects of Changes in Foreign Exchange Rates* on accounting for the purchase price adjustment associated with the original acquisition of the Company's Brazilian assets in the year-ended December 31, 2012 and the functional currency associated with such amounts. IAS 21 requires that fair value adjustments relating to acquisitions be carried in the functional currency of the subsidiary acquired, being BRL in the case of the 2012 acquisition. The Company had incorrectly carried such amounts in USD since the time of the acquisition. Given the devaluation of the BRL to USD since 2012, the adjustments as set out below were required to bring the accounting records in compliance with IAS 21. There is an overall decrease in the carrying value of the Company's E&E and PP&E assets, an associated increase in deferred tax asset as well as a decrease in depletion expense in the years ended December 31, 2021 and 2020 as well as years prior to December 31, 2020 and a decrease in impairment expense in the year ended December 31, 2020 and in years prior to December 31, 2020.

The restatement is not as a result of any change to the Company's operations or the Company's business and there is no impact on the overall cash position, the net cash flows from operating, investment or financing activities on the statement of cash flows for any of the aforementioned periods.

Impact of the restatement:

	December 31, 2019 (Previously Reported)	Adjustment	**January 1, 2020 (Restated)**
E&E	35,971	(5,255)	**30,716**
PP&E	30,984	(2,576)	**28,408**
Retained Earnings (Deficit)(1)	(76,878)	3,562	**(73,316)**
Accumulated Other Comprehensive Loss(1)	(26,393)	(11,393)	**(37,786)**

All tabular amounts are expressed in thousands of United States dollars, except per share amounts or as otherwise noted

	As at and for the year-ended December 31, 2021			2020		
	Previously Reported	Adjustment	**Restated**	Previously Reported	Adjustment	**Restated**
Impact on Consolidated Statements of Financial Position						
E&E	3,713	-	**3,713**	32,262	(6,498)	**25,764**
PP&E	48,748	(8,968)	**39,780**	25,843	(2,953)	**22,890**
Deferred tax asset	3,938	1,367	**5,305**	4,576	3,213	**7,789**
Retained Earnings (Deficit)(1)	9	6,477	**6,486**	(71,172)	7,496	**(63,676)**
Accumulated Other Comprehensive Loss(1)	(32,445)	(14,078)	**(46,523)**	(35,294)	(13,734)	**(49,028)**
Impact on Consolidated Statements of Operations and Comprehensive Income (Loss) (2)						
Depletion and depreciation expense	(8,606)	899	**(7,707)**	(2,070)	181	**(1,889)**
Impairment expense	-	-	**-**	(1,455)	369	**(1,086)**
Deferred tax (expense) recovery	(4,001)	(1,918)	**(5,919)**	3,745	3,384	**7,129**
Net Income	6,614	(1,019)	**5,595**	5,706	3,934	**9,640**
Exchange gain (loss) on translation of foreign operations	2,849	(344)	**2,505**	(8,901)	(2,341)	**(11,242)**
Comprehensive Income (loss)	9,463	(1,363)	**8,100**	(3,195)	1,593	**(1,602)**
Net income per share amounts:						
Basic	0.20	(0.03)	**0.17**	0.17	0.12	**0.29**
Diluted	0.19	(0.03)	**0.16**	0.16	0.11	**0.27**
Impact on Consolidated Statements of Cash Flows(3)						
Operating Activities:						
Net income	6,614	(1,019)	**5,595**	5,706	3,934	**9,640**
Adjustments for non-cash items:						
Depletion and depreciation	8,606	(899)	**7,707**	2,070	(181)	**1,889**
Impairment	-	-	**-**	1,455	(369)	**1,086**
Deferred tax	4,001	1,918	**5,919**	(3,745)	(3,384)	**(7,129)**
Funds flow from operations	24,637	-	**24,637**	6,216	-	**6,216**
Cash flow from operating activities	24,291	-	**24,291**	3,061	-	**3,061**

(1) Adjustments to retained earnings (deficit) and accumulated other comprehensive loss include both the impact in the years ended December 31, 2020 and December 31, 2021 as well as the impact of adjustments on opening balances as at January 1, 2020 to reflect lower historical impairment expense and depletion expense as a result of reductions in the carrying values of E&E and PP&E. As these adjustments on past balances resulted in lower carrying values of both E&E and PP&E, corresponding historical impairment charges and depletion expense are reduced following the adjustments to the carrying value resulting in an increase to retained earnings, offset by an increase in accumulated other comprehensive loss.

(2) The adjustments to reduce the carrying value of PP&E resulted in lower depletion and depreciation expense in both 2020 and 2021 and lower impairment expense in 2020. With respect to deferred tax, the Company recognized a previously unrecognized deferred tax asset as of September 30, 2020 and the reduction in the carrying value of the Company's E&E and PP&E balances contributes to a higher deferred tax asset recognition and a higher deferred tax recovery in 2020. In 2021, the Company revalued its deferred tax asset to a rate of 15.25% (from a rate of 34%). As the Company's deferred tax asset is restated to a higher amount as of December 31, 2020, this results in a higher deferred tax expense in 2021 when the deferred tax asset is revalued at the lower tax rate, contributing to the increase in the deferred tax expense in 2021. The adjustments to the exchange gain (loss) on translation of foreign operations, included in other comprehensive income (loss) in the Consolidated Statement of Operations and Comprehensive Income (Loss) are due to exchange losses reflected on the translation of foreign operations as the E&E and PP&E carrying values are now reflected in local currency (BRL) and adjusted at each period end date for presentation purposes.

(3) There are adjustments to the individual line items within Operating Activities in the Consolidated Statements of Cash Flows. However, as reflected in the table above, there is no overall impact in funds flow from operations or cash flow from operating activities following the adjustments. Furthermore, there is no impact to any line items in Financing Activities or Investing Activities from any adjustments.