AFRICA OIL CORP.

ANNUAL INFORMATION FORM

FOR THE YEAR ENDED DECEMBER 31, 2022

AFRICAOILCORP.COM

TABLE OF CONTENTS

GLOSSARY

A	"Africa Energy"	means Africa Energy Corp.
	"Africa Oil", "AOI", or the "Company"	means Africa Oil Corp.
	"AIF"	means this annual information form
	"AOKBV"	means Africa Oil Kenya B.V.
	"Azinam"	means Azinam Limited
B	"BC BCA"	means *Business Corporations Act* (British Columbia) S.B.C. 2002 c.57, as amended
	"bopd"	means barrels of oil per day
	"BTG"	means BTG Pactual S.A.
	"BTG Loan"	means a $250.0m facility dated January 11, 2020 provided by BTG Pactual S.A for the purpose of funding the acquisition of 50% of Petrobras Oil & Gas B.V. (now Prime Oil & Gas Coöperatief U.A.)
C	"Chevron"	means Chevron Corporation
	"CIT"	means corporate income tax
	"CNOOC"	means China National Offshore Oil Corporation
	"Contractor Group"	means the parties, including joint venture partners, that hold a working interest in a PSA or a PSC
	"Corporate Facility"	means a $150.0 million facility dated May 13, 2021, with a three-year term, amended to a $160.0 million facility on July 16, 2021, and subsequently amended on January 28, 2022, to increase the available amount under the facility to $100.0 million from the then unutilized amount of $62.0 million, and an extension of the availability period to December 31, 2022, from May 13, 2022. On December 7, 2022, the Company agreed to extend the availability period of the Corporate Facility with existing lenders to May 31, 2023.
D	"Delonex"	means Delonex Energy Ltd.
E	"E&A"	means exploration and appraisal
	"E&P"	means exploration and production
	"Eco or "Eco (Atlantic) Oil & Gas Ltd."	means Eco (Atlantic) Oil & Gas Ltd.
	"Equinor"	means Equinor ASA
	"ESG"	means environmental, social and governance
	"ESGHS Committee"	means Environmental, Social, Governance, and Health and Safety Committee
	"ESIA"	means Environmental and Social Impact Assessment
F	"Famfa Oil"	means Famfa Oil Ltd.
	"FEED"	means front-end engineering and design
	"FDP"	means Field Development Plan
G	"GEPetrol"	means Guinea Equatorial De Petróleos, the National Oil Company of Equatorial Guinea
	"GoK"	means Government of Kenya

H	"Helios"	means Helios Natural Resources 2 Ltd.
I	"IMG"	means independent monitoring group
	"Impact" or "Impact Oil and Gas Ltd."	means Impact Oil and Gas Limited, a UK-based privately owned, independent exploration company with a focus on finding large scale, deep water plays offshore Western and Southern Africa
K	"Kenya Joint Venture Partners"	means Tullow, Total S.A.Energies, and Africa Oil
	"KRA"	means Kenya Revenue Authority
L	"Lokichar Development Project"	means the development of the oil resources contained in the South Lokichar Basin (Blocks 10BB and 13T (Kenya)), for export via a pipeline to the coast of Kenya
N	"Nasdaq Stockholm"	means Nasdaq Stockholm exchange
	"NI 51-101"	means the National Instrument 51-101 – Standard of Disclosure for Oil and Gas Activities of the Canadian Securities Administrators and the companion policies and forms thereto, as amended from time to time
	"NI 52-110"	means the National Instrument 52-110 – Audit Committees of the Canadian Securities Administrators and the companion policies and forms thereto, as amended from time to time
	"NNPC"	means NNPC Staff Cooperative Multipurpose Society Limited
O	"OML"	means Oil Mining Lease
P	"PIA"	means Petroleum Industry Act
	"petroleum operations"	means all exploration, gas marketing, development, production and decommissioning operations, as well as any other activities or operations directly or indirectly related to or connected with said operations (including health, safety and environmental operations and activities) and authorized or contemplated by, or performed in accordance with a PSC
	"Petrovida"	means Petrovida Holding B.V.
	"PIA"	means Petroleum Industry Act
	"Prime" or "Prime Oil & Gas Coöperatief U.A."	Prime Oil & Gas Coöperatief U.A., previously known as Prime Oil & Gas B.V., a company that holds interests in deepwater Nigeria production and development assets
	"Profit Oil"	means the amount of production, after deducting cost oil production allocated to costs and expenses, that would be divided between the participating parties and the host government under a Production Sharing Contract
	"Project Oil Kenya"	means the Company's Kenya development project incorporating Blocks 10BB and 13T
	"PSA"	means Petroleum Sharing Agreement
	"PSC" or "Production Sharing Contract"	means contracts or agreements entered into with a host government providing for petroleum operations in a defined area and the division of petroleum production from the petroleum operations
	"PXF Facility"	means pre-export finance facility
R	"RBL"	Reserve Base Loan
S	"SAPETRO"	means South Atlantic Petroleum
	"Standards"	means, together, the International Finance Corporation Performance Standards on Environmental and Social Sustainability and the World Bank Environment, Health and Safety Guidelines
	"Total"	means TotalEnergies
	"TSX"	means Toronto Stock Exchange
	"Tullow"	means Tullow Oil plc.
	"TUPNI"	means Total Upstream Nigeria Limited
V	"VAT"	means value-added tax
	"Vitol"	means Vitol Investment Partnership II Ltd.

ABOUT THIS ANNUAL INFORMATION FORM

INTRODUCTION

All information contained in this AIF is as of December 31, 2022, unless otherwise indicated.

FINANCIAL INFORMATION

Financial information contained in this AIF is presented in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board.

Africa Oil's functional and reporting currency is the United States dollar. All currency amounts in this AIF are expressed in United States dollars, unless otherwise indicated.

PRESENTATION OF OIL AND GAS INFORMATION

All oil and gas information contained in this AIF has been prepared and presented in accordance with NI 51-101. The actual oil and gas resources may be greater or less than any estimates provided herein.

CAUTIONARY STATEMENT ON FORWARD-LOOKING INFORMATION

Certain statements in this document constitute forward- looking information or forward-looking statements under applicable Canadian securities law (collectively "forward- looking statements"). Forward-looking statements are statements that relate to future events, including the Company's future performance, opportunities or business prospects. Any statements that express or involve discussions with respect to expectations, beliefs, projections, plans, future events or performance (often, but not always, identified by words such as "believes", "seeks", "anticipates", "expects", "estimates", "pending", "intends", "plans", "will", "would have" or similar words suggesting future outcomes) are not statements of historical fact and may be forward-looking statements.

By their nature, forward-looking statements involve assumptions, inherent risks and uncertainties, many of which are difficult to predict, and are usually beyond the control of management, that could cause actual results to be materially different from those expressed by these forward-looking statements. Risks and uncertainties include, but are not limited to, risk with respect to general economic conditions, regulations and taxes, civil unrest, corporate restructuring and related costs, capital and operating expenses, pricing and availability of financing and currency exchange rate fluctuations. Readers are cautioned that the assumptions used in the preparation of such information, although considered reasonable at the time of preparation, may prove to be imprecise and, as such, undue reliance should not be placed on forward-looking statements.

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

- A change to the Company's shareholder capital return program;
- The Company's plans to prepare an Energy Transition Plan and the steps to be taken by the Company in relation the Energy Transition Plan;
- Expected closing dates for the completion of proposed transactions;
- Planned exploration, appraisal and development activity including both expected drilling and geological and geophysical related activities;
- Potential for an improved economic environment;
- The Company's plans to prioritize repayment of its long-term debt, utilizing dividends received from Prime;
- Proposed development plans;
- Future development costs and the funding thereof;
- Expected finding and development costs;
- Anticipated future financing requirements;
- Future sources of funding for the Company's capital program;
- Future capital expenditures and their allocation to exploration and development activities;
- Ability for the Company to remain within existing financial headroom;
- Expected operating costs;
- Future sources of liquidity, and the ability to fully fund the Company's expenditures from cash flows, and borrowing capacity;
- Availability of potential farmout partners;
- Government or other regulatory consent for exploration, development, farmout, or acquisition activities;
- Future production levels;
- Future crude oil, natural gas or chemical prices;
- Future earnings;
- Future asset acquisitions or dispositions;
- Future debt levels;
- Availability of committed credit facilities including existing credit facilities, on terms and timing acceptable to the Company;
- Possible commerciality;
- Development plans or capacity expansions;
- Future ability to execute dispositions of assets or businesses;
- Future drilling of new wells;
- Ultimate recoverability of current and long-term assets;
- Ultimate recoverability of reserves or resources;
- Estimates on a per share basis;
- Future foreign currency exchange rates;
- Future market interest rates;
- Future expenditures and future allowances relating to environmental matters;
- Dates by which certain areas will be explored or developed or will come on stream or reach expected operating capacity;
- The Company's ability to comply with future legislation or regulations;

ABOUT THIS ANNUAL INFORMATION FORM - CONTINUED

- Future staffing level requirements; and
- Changes in any of the foregoing.

Statements relating to "reserves" or "resources" are forward-looking statements, as they involve the implied assessment, based on estimates and assumptions, that the reserves and resources described exist in the quantities predicted or estimated, and can be profitably produced in the future.

These forward-looking statements are subject to known and unknown risks and uncertainties and other factors, which may cause actual results, levels of activity and achievements to differ materially from those expressed or implied by such statements. Such factors include, among others:

- Market prices for oil and gas and chemical products;
- Uncertainty of estimates and projections relating to reserves, resources, production, revenues, costs and expenses;
- Changes in exploration or development project plans or capital expenditures;
- The Company's ability to explore, develop, produce and transport crude oil and natural gas to markets;
- Production and development costs and capital expenditures;
- The imprecise nature of reserve estimates and estimates of recoverable quantities of oil, natural gas and liquids;
- Changes in oil prices;
- Availability of Financing;
- Uninsured risks;
- Changes in interest rates and exchange rates;
- Regulatory changes;
- Changes in the social climate in the regions in which the Company operates;
- Health, safety and environmental risks;
- Climate change legislation and regulation changes;
- Defects in title;
- Availability of materials and equipment;
- Timelines of government or other regulatory approvals;
- Ultimate effectiveness of design or design modification to facilities;
- The results of exploration, appraisal and development drilling and related activities;
- Short term well test results on exploration and appraisal wells do not necessarily indicate the long-term performance or ultimate recovery that may be expected from a well;
- Pipeline or delivery constraints;
- Volatility in energy trading markets;
- Incorrect assessments of value when making acquisitions;
- Foreign-currency exchange rates;
- Economic conditions in the countries and regions in which the Company carries on business;
- Governmental actions including changes to taxes or royalties, and changes in environmental and other laws and regulations;
- The Company's treatment under governmental regulatory regimes and tax laws;
- Renegotiations of contracts;
- Results of litigation, arbitration or regulatory proceedings;
- Political uncertainty, including actions by terrorists, insurgent or other groups, or other armed conflict; and
- Internal conflicts within states or regions.

The impact of any one risk, uncertainty or factor on a particular forward-looking statement is not determinable with certainty as these factors are interdependent, and management's future course of action would depend on its assessment of all available information at that time. Although management believes that the expectations conveyed by the forward-looking statements are reasonable based on the information available to it on the date such forward-looking statements were made, no assurances can be given that such expectations will prove to be correct, and such forward-looking statements included in, or incorporated by reference into, this AIF should not be unduly relied upon.

The forward-looking statements are made as of the date hereof or as of the date specified in the documents incorporated by reference into this AIF, and except as required by law, the Company undertakes no obligation to update publicly, re-issue, or revise any forward-looking statements, whether as a result of new information, future events or otherwise. This cautionary statement expressly qualifies the forward-looking statements contained herein.

Cautionary Statements Regarding Oil and Gas Information

The terms boe (barrel of oil equivalent) and MMboe (millions of barrels of oil equivalent) are used throughout this AIF. Such terms may be misleading, particularly if used in isolation. The conversion ratio of six thousand cubic feet per barrel (6 Mcf:1 Bbl) of conventional natural gas to barrels of oil equivalent and the conversion ratio of 1 barrel per six thousand cubic feet (1 Bbl:6 Mcf) of barrels of oil to conventional natural gas equivalent is based on an energy equivalency conversion method primarily applicable at the burner tip and does not represent a value equivalency at the wellhead. Given that the value ratio based on the current price of crude oil as compared to conventional natural gas is significantly different from the energy equivalency of 6:1, utilizing a conversion on a 6:1 basis may be misleading as an indication of value.

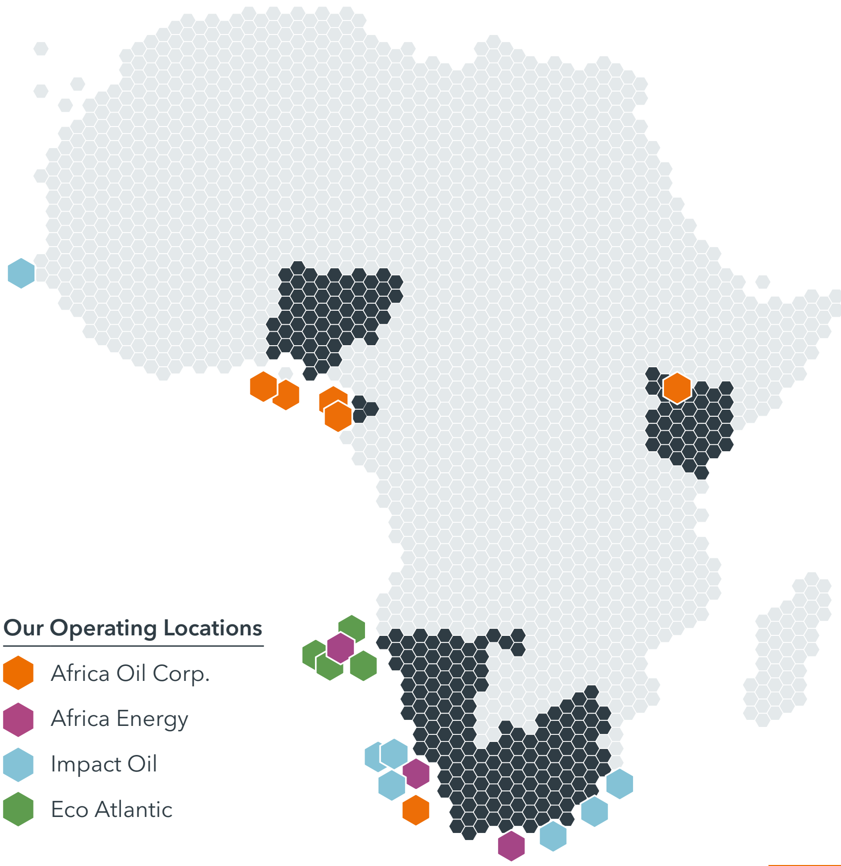
In this report references are made to historical and potential future oil production in Nigeria and Kenya. In all instances these references are to light and medium crude oil category in accordance with NI 51-101 and the COGE Handbook. The reserves estimates presented in this AIF with respect to the Company's 50% ownership interest in Prime that have been evaluated by RISC (UK) Limited in accordance with NI 51-101 and the COGE Handbook, are effective December 31, 2022. The reserves presented herein have been categorized in accordance with the reserves and resource definitions as set out in the COGE Handbook. The estimates of reserves in this AIF may not reflect the same confidence level as estimates of reserves for all properties, due to the effects of aggregation.

Reserves are estimated remaining quantities of petroleum anticipated to be recoverable from known accumulations, as of a given date, based on the analysis of drilling, geological, geophysical, and engineering data; the use of established technology; and specified economic conditions, which are generally accepted as being reasonable. Reserves are further classified according to the level of certainty associated with the estimates and may be sub-classified based on development and production status. Proved Reserves are those quantities of petroleum, which, by analysis of geoscience and engineering data, can be estimated with reasonable certainty to be economically producible from a given date forward, from known reservoirs and under existing economic conditions, operating methods and government regulations. Probable Reserves are those additional quantities of petroleum that are less certain to be recovered than Proved Reserves, but which, together with Proved Reserves, are as likely as not to be recovered. Possible Reserves are those additional reserves that are less certain to be recovered than probable reserves. It is unlikely that actual remaining quantities recovered will exceed the sum of the estimated proved plus probable plus possible reserves.

ABOUT
AFRICA OIL CORP.

Full Cycle
Africa Focused

Africa Oil Corp. is a full-cycle E&P company with producing and development assets in deepwater Nigeria, development assets in Kenya and an E&A portfolio in various countries in West and South Africa, as well as Guyana.



ABOUT AFRICA OIL CORP. - CONTINUED

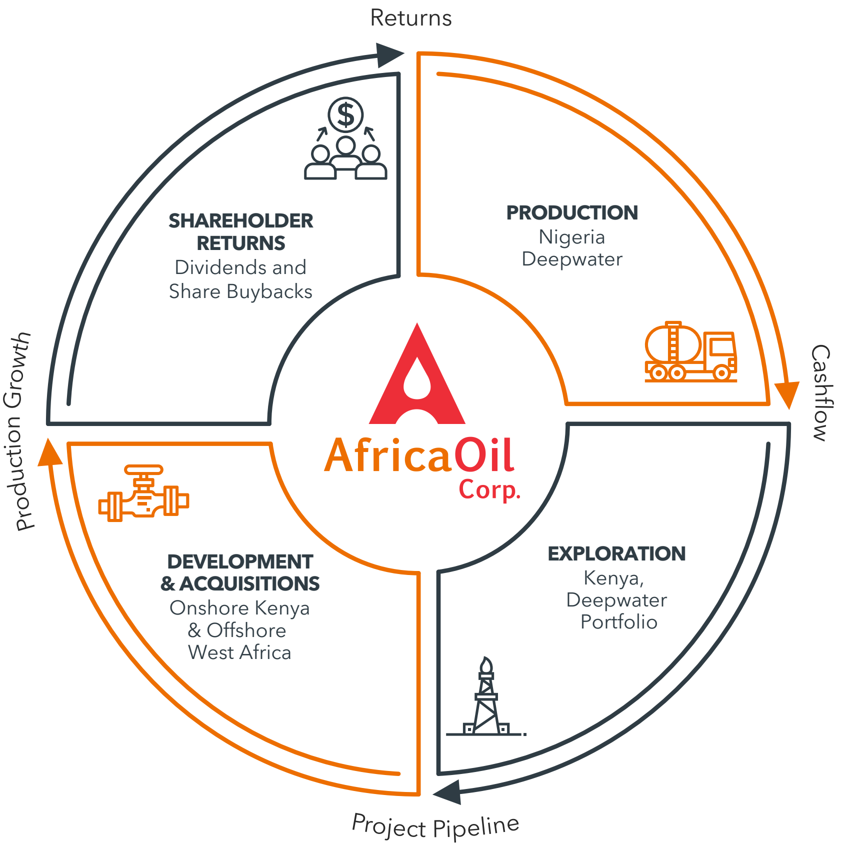
Africa Oil is a Canadian oil and gas company with producing and development assets in deep-water Nigeria, and development assets in Kenya. The Company also has a portfolio of exploration/appraisal assets in various countries in West and South Africa, as well as Guyana. The Company holds its interests through direct ownership interests in concessions and through its shareholdings in investee companies including Prime Oil & Gas Coöperatief U.A, Africa Energy Corp., Eco (Atlantic) Oil & Gas Ltd. and Impact Oil and Gas Ltd.

The Company's business plan is to increase shareholder value through the acquisition, exploration, development and production associated with oil and gas assets. Africa Oil has delivered on the stated objective of acquiring high quality and free cash flowing producing assets and continues to consider acquisition and merger opportunities, focusing on Africa. The Company has also delivered on its commitment to shareholder capital returns, having instituted a base dividend policy and launching its first share repurchase program in 2022.

The Company has actively explored on multiple onshore blocks in various under-explored geological settings in East Africa and has made numerous oil discoveries in the South Lokichar Basin (Blocks 10BB and 13T) in Kenya. The Company together with its JV partners in Kenya are currently running a farmout process to attract a strategic partner and with the goal of sanctioning development of the oil fields in the South Lokichar Basin. The Company has experienced continuing delays with the farmout process, and it is uncertain if a farmout will be completed.

The board of directors of Africa Oil may, at its discretion, approve asset or corporate acquisitions or investments that do not conform to the guidelines discussed above based upon the board's consideration of the qualitative and quantitative aspects of the subject properties, including risk profile, anticipated return on investment, technical upside, resource potential, reserve life, above-ground risk and asset quality, including emissions.

OUR BUSINESS MODEL



2022 HIGHLIGHTS

- Instituted a base dividend policy for an annual distribution of $0.05 per share
- Returned a total of $63.3 million to the shareholders including a total annual dividend distribution of $23.8 million and $39.5 million in share buybacks
- Announced the significant Venus light oil and associated gas discovery offshore Namibia
- Received $250.0 million in dividends from Prime
- Year-end 2P net entitlement reserves of 63.9mmboe*
- Net economic entitlement production of 25,600 boepd* was in line with the mid-point of Management Guidance

* Net to Africa Oil's 50% shareholding in Prime

CORPORATE STRUCTURE

INTRODUCTION

Africa Oil is a Canadian oil and gas company with producing and development assets in deep-water Nigeria, and development assets in Kenya. The Company also has a portfolio of exploration assets in various countries in West and South Africa, as well as Guyana. The Company holds the foregoing assets through direct ownership interests in PSCs and through its shareholdings in investee companies, being Prime Oil & Gas Coöperatief U.A., Africa Energy Corp., Eco (Atlantic) Oil & Gas Ltd. and Impact Oil and Gas Ltd. See 'Assets' on page 17 for more information on the Company's equity interests in Africa Energy, Eco (Atlantic) Oil & Gas Ltd. and Impact Oil and Gas Ltd. The Company's material interests, and material exploration partnership interests are summarized in the following table:

Africa Oil's Shareholding in Prime Oil & Gas Coöperatief U.A. (50%)

Country	Concession	License renewal	Working Interests	
NIGERIA	OML 127	December 13, 2024[1]	Prime	8%
			Chevron Corporation	32%
			Famfa Oil	60% (carried)
	OML 130 – PSA[2]	February 28, 2025[1]	Prime	16%
			TotalEnergies	24%
			SAPETRO	10% (carried)

Africa Oil's Direct Working Interests[3]

Country	Concession	License renewal	Working Interests	
KENYA	Block 13T	December 31, 2021[4]	AOI	25%
			TotalEnergies	25%
			Tullow (Operator)	50%
	Block 10BB	December 31, 2021[4]	AOI	25%
			TotalEnergies	25%
			Tullow (Operator)	50%
	Block 10BA	April 22, 2023[5]	AOI	25%
			TotalEnergies	25%
			Tullow (Operator)	50%
SOUTH AFRICA	Block 3B/4B	October 26, 2024[6]	AOI (Operator)	20%
			Azinam	26%
			Ricocure (Pty) Ltd	54%
EQUATORIAL GUINEA	EG-18 EG-31	[7]	AOI (Operator)	80%
			GEPetrol	20%

1. In accordance with the PIA, renewal shall be granted for 20 years if the lessee has paid all rent and royalties due and has otherwise performed all its obligations under the lease. Management believes that this will be renewed, in common with other licenses. The PIA includes the provision for leases to be converted earlier than their license renewal date.
2. 50% of the production from OML 130 is covered by a PSA, in which Prime owns a 32% WI. Prime's net WI in OML 130 is therefore 16%.
3. Net WI are subject to back-in rights or carried WI, if any, of the respective governments or national oil companies of the host governments.
4. The licenses were extended to December 31, 2021, and required that the JV partners submit an FDP. The FDP was submitted in December 2021 and is now subject to governmental review, during which time the license is retained in full force and effect. The JV partners expect the license to be renewed once the review is complete.
5. 10BA was included in the E&A plan, submitted as part of the Block 10BB/13T FDP.
6. The application to extend the Block 3B/4B license and to move into the first extension period of 2 years was approved on October 27, 2022.
7. The initial exploration phase was signed on February 17, 2023, pending government ratification, for an initial period of three years.

CORPORATE STRUCTURE - CONTINUED

INCORPORATION

Africa Oil Corp. was incorporated under the BC BCA on March 29, 1993, under the name 'Canmex Minerals Corporation' with an authorized capital of 100,000,000 common shares. On July 2, 1999, the issued and outstanding common shares of the Company were consolidated on a one-for-five basis and the authorized capital was increased, post-consolidation from 20,000,000 to 100,000,000 common shares. On August 20, 2007, the Company changed its name to 'Africa Oil Corp.' On June 19, 2009, the shareholders of the Company passed a special resolution increasing the Company's authorized share capital to an unlimited number of common shares. On June 3, 2013, the shareholders of Africa Oil passed a special resolution authorizing an alteration of the Company's articles to include advance notice provisions for the nomination of directors.

THE COMPANY'S OFFICES AND TRANSFER AGENT

The common shares of the Company trade on the TSX and on the Nasdaq Stockholm under the trading symbol 'AOI'. The transfer agent and registrar of the Company's common shares in Canada is Computershare Investor Services Inc., 3rd Floor, 510 Burrard Street, Vancouver, British Columbia, V6C 3B9. The registrar for the common shares of the Company in Sweden is Euroclear Sweden AB, 103 97 Stockholm, Sweden.

Africa Oil's registered and records office is located at 2500 Park Place, 666 Burrard Street, Vancouver, B.C., V6C 2X8. The Company's corporate office is located at 2000 – 885 West Georgia Street, Vancouver, B.C. V6C 3E8. The Company also has an office located at 1st Floor Fidelity Centre, Waridi Lane, Off Waiyaki Way, P.O. Box 1194-00606, Nairobi, Kenya, and a registered office at 16 Great Queen Street, Covent Garden, London, United Kingdom, WC2B 5AH.

EMPLOYEES

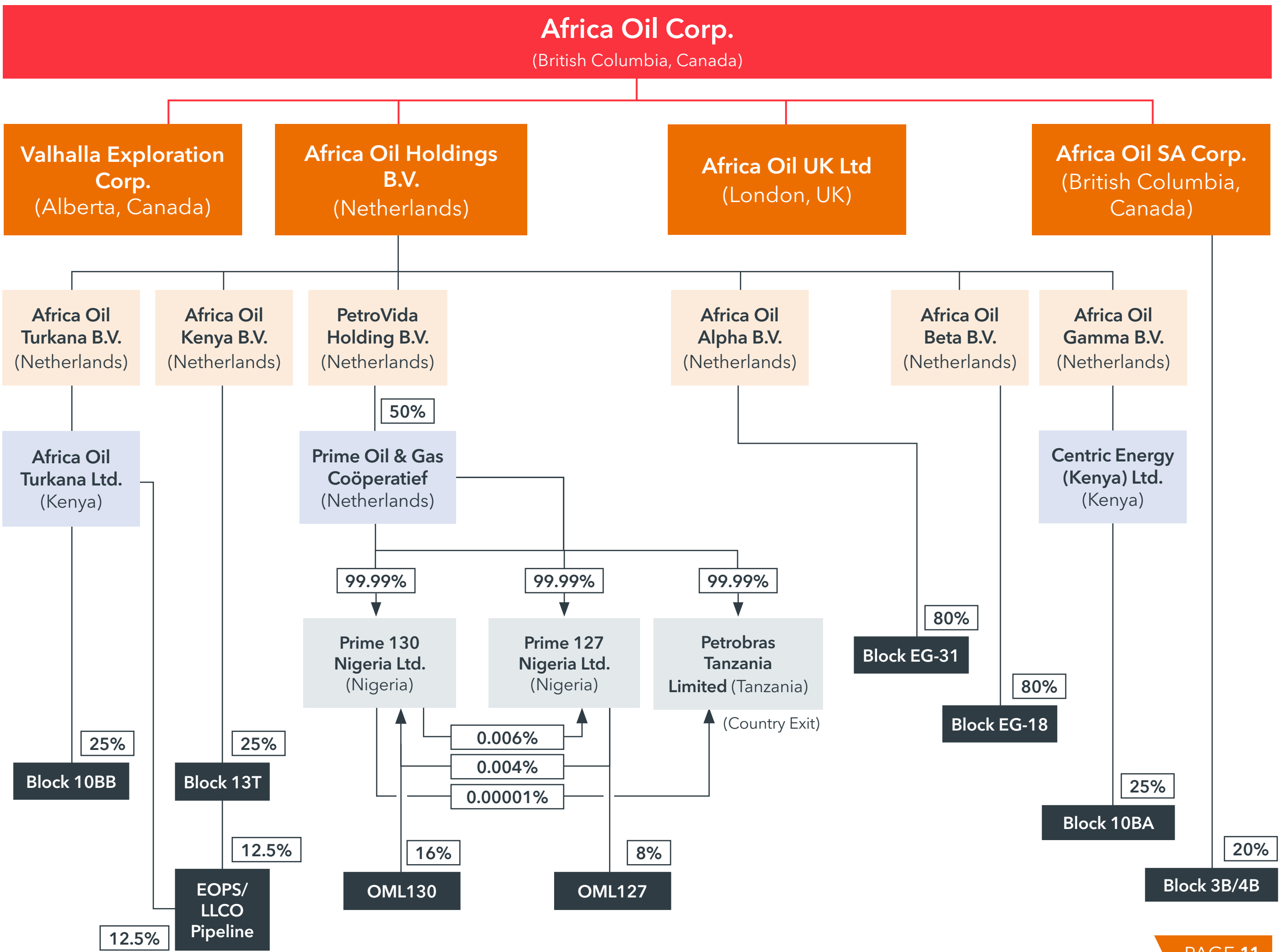
As of December 31, 2022, Africa Oil had 3 employees located in Canada, 9 employees located in Kenya, 2 employees located in the Netherlands, 1 employee located in the US and 9 employees located in the UK for a total of 24 employees.

INTERCORPORATE RELATIONSHIPS

The material subsidiaries owned by Africa Oil, as at the date of this AIF, are as set out in the following organizational chart below. The Company holds a 50% equity interest in Prime; however, Prime and its subsidiaries included in the chart below, are not subsidiaries of the Company.

Figure 01 Intercorporate relationships

Entities are 100% owned unless noted otherwise



AFRICA OIL'S **RECENT HISTORY**

Over the three most recently completed financial years, the events below contributed to the development of the Company's business.

2020

In January 2020, the Company closed the acquisition of a 50% ownership interest in Prime. BTG Pactual E&P B.V. would continue to own the remaining 50% of Prime. The total cash payment by the Company to close the acquisition, including the Nigerian Government's consent fee, amounted to $519.5 million. This included a deferred payment of $24.8 million which was subsequently paid in June 2020. The Company filed a Form 51-102F4 (Business Acquisition Report) in respect of the acquisition on the SEDAR website at www.sedar.com.

In February 2020, the government of South Africa, approved the acquisition of a 20% participating interest in the Block 3B/4B Exploration Right from Azinam by the Company's wholly-owned subsidiary, Africa Oil SA Corp. Block 3B/4B is located in the Orange Basin offshore South Africa and covers an area of 17,581 square kilometres in water depths ranging from 300 to 2,500 meters. The Company also assumed operatorship for the joint venture. Azinam has a 26% participating interest and Ricocure (Pty) Ltd has a 54% participating interest.

In February 2020, the Company participated in a $25.0 million capital raising by Africa Energy whose proceeds were to finance the drilling of up to three exploration wells on Block 11B/12B offshore South Africa and for general corporate purposes. The Company subscribed for 20,930,000 common shares for a total of approximately $5.0 million.

In February 2020, the Company participated in a $40.0 million capital raising by Impact. The Company subscribed for approximately 45.0 million ordinary shares at an issue price of 20 pence per ordinary share, for an investment of approximately $12.0 million. Impact expected to use the proceeds to fund its interest in potentially high-impact 2020 drilling campaigns. These included drilling the Venus-1 exploration well on Block 2913B offshore Namibia, and Luiperd-1 well on Block 11B/12B offshore South Africa.

In April 2020, 0845379 B.C. Ltd., the Company's former wholly-owned subsidiary, was wound-up and formally dissolved.

In May 2020, notices of force majeure were submitted by Tullow, the operating partner on Blocks 10BB and 13T in Kenya on behalf of the Kenya Joint Venture Partners, to the Kenyan Ministry of Petroleum and Mining. The declarations were the result of the impact of the COVID-19 pandemic on the operations, including the Kenyan government's restrictions on domestic and international travel, and tax changes that could adversely impact the project economics.

In August 2020, the Kenya Joint Venture Partners submitted a letter to the Kenyan Ministry of Petroleum and Mining to withdraw the notices of Force Majeure that were declared in May 2020.

In September 2020, the Kenya Joint Venture Partners announced that an extension was granted by the Government of Kenya on Blocks 10BB and 13T. Under the terms of the extension, the Kenya Joint Venture Partners received the right to extend the second exploration period for the 10BB and 13T license blocks until December 31, 2020, with a further extension until December 31, 2021, contingent on government approval of an agreed work program and budgets.

In September 2020, the Company participated in a private placement offering, in which the Company invested $6,764,800 and acquired 20,000,000 common shares of Africa Energy for $0.338244 per common share. Africa Oil decreased its interest in Africa Energy from 31.3% to 19.85% of the outstanding shares of Africa Energy. The Company recognized a dilution gain of $21.1 million during the three months ended December 31, 2020, relating to Africa Energy Corp's subscription agreement with Impact. Africa Oil's interest in Africa Energy decreased from 31.3% to 19.85% of the outstanding shares of Africa Energy.

In October 2020, the redetermination of the Prime RBL was approved by the banking syndicate with a total principal amortization for 2020 of $522.0 million.

In November 2020, Tim Thomas, the Company's Chief Operating Officer elected to retire. Mr. Thomas ceased to be an employee of the Company at the end of the first quarter of 2021, and he began assisting the Company on a consultancy basis commencing early in the second quarter of 2021.

In November 2020, 0903658 B.C. Ltd., the Company's former wholly-owned subsidiary was wound-up.

In December 2020, drill stem test results for the Luiperd-1X well, the second major discovery on Block 11B/12B located in the Outeniqua Basin 175 kilometres off the southern coast of South Africa were announced. In addition, the Kenya Joint Venture Partners received extensions to their Blocks 10BB and 13T exploration licenses in Kenya to the end of 2021. This followed the approval of the work program and budget for 2021 by the Ministry of Mines and Petroleum.

In December 2020 the Kenya Joint Venture partners received extensions to their 10BB/13T blocks exploration licenses in Kenya to the end of 2021. This followed the approval of the work program and budget for 2021 by the Ministry of Mines and Petroleum. The license extensions allowed the Joint Venture partners to re-assess Lokichar Development Project and design an economic project at low oil prices whilst preserving the phased development concept. The successful completion of this work will enable the submission of Field Development Plans to the Government of Kenya.

During 2020, the Company received six dividends from its shareholding in Prime totaling $200.0 million in the year. The Company applied $109.0 million of these dividends to reduce the outstanding balance of the BTG Loan to $141.0 million.

AFRICA OIL'S RECENT HISTORY - CONTINUED

2021

In May 2021, the Company signed a new Corporate Facility. The Corporate Facility carries interest of 1 month-Libor plus a margin of 6.5% in the first year, 7.0% in the second year and 7.5% in the third year. If the Company made a prepayment of the facility prior to May 12, 2022 (unless the repayment was made from a dividend received from Prime), a make-whole premium on the amount prepaid would be payable at LIBOR+6.5%. The Company provided security in respect of the Corporate Facility in the form of share pledges over the shares of Petrovida, Eco, Africa Energy and Impact owned by the Company and a charge over the bank account into which the Prime dividends are paid. The banking syndicate then included Rand Merchant Bank, Mauritius Commercial Bank, Natixis, and Standard Bank. Completion was subject to customary conditions precedent.

In June 2021, Prime signed a Securitization Agreement with Equinor and Chevron, whereby Equinor agreed to pay a security deposit to the two other partners to secure future payments due under that Securitization Agreement, pending a comprehensive resolution being reached among all unit parties in respect of the tract participation in the Agbami field. In accordance with the Securitization Agreement, on June 29, 2021, Prime received from Equinor its portion of the security deposit in the form of a cash payment of $305.0 million. The parties continue ongoing discussions to seek a final resolution of the formal redetermination of the Agbami tract participation.

In June 2021, Eco acquired a 10% interest in JHI Associates Inc. providing Eco with exposure to an active drilling program in the Canje Block offshore Guyana. On the same date, Eco completed a private placement to raise approximately CAD $6.1 million from two partners including the Company and this was subsequently approved by the TSX Venture Exchange on July 9, 2021. The Company subscribed for 5,945,913 new common shares at a price of CAD$0.41 per new common share totaling $2.0 million and was granted the same number of warrants to acquire common shares at the same price over a two-year period. This increased the Company's interest in Eco from 18.4% to 19.9%. Eco, via JHI, drilled two wells in the second half of 2021 but they did not show evidence of commercial hydrocarbons.

On 16 July 2021, completion of the Corporate Facility occurred, and Absa Bank Limited acceded to the banking syndicate. The Company drew $98.0 million under the Corporate Facility to repay the BTG Loan in full. The principal amount of the Corporate Facility could not exceed $75.0 million on December 31, 2022, and could not exceed $60.0 million by June 30, 2023, and $50.0 million by December 31, 2023. An additional $62.0 million could be drawn until May 12, 2022, subject to the satisfaction of certain covenants. The Corporate Facility is used for general corporate purposes and will be repaid from the proceeds of dividends received from Prime.

In August 2021, Mr. Craig Knight joined the Company's management team as the Company's Vice President Production based in the Company's London office.

In September 2021, the Company reported that the Kenya Joint Venture Partners had completed the redesign of Project Oil Kenya and presented a draft FDP to the GoK ahead of the plan to submit a finalized FDP by the end of 2021, in line with licence extension requirements provided by the GoK in December 2020. The Kenya Joint Venture Partners were continuing to work collaboratively with the GoK on land and water access and on the necessary commercial agreement and were waiting on the final approval of the ESIA from the regulatory authorities.

In September 2021, Ms. Amy Bowe joined the Company's management team. Ms. Bowe is the Company's Vice President ESG and is based in the Company's London office.

In September 2021, Prime completed the semi-annual redetermination of its RBL facility redetermination with its lending group. The total principal repayment for 2021 was determined at $436.0 million with $189.0 million already repaid during the first half of 2021.

In October 2021, Prime closed a PXF Facility arranged by Shell Western Supply and Trading Limited and Africa Finance Corporation for an initial amount of $150.0 million and a 7-year tenor. The anticipated use of proceeds of the PXF Facility is to partly repay Prime's RBL facility and other general corporate purposes. The PXF Facility can be increased to an amount up to $300.0 million, subject to the PXF Lenders' approval.

In December 2021, the Kenya Joint Venture partners submitted the revised South Lokichar Basin FDP to the GoK for approval, in line with licence extension requirements provided by the GoK in December 2020.

During 2021, the Company received four dividends from its shareholding in Prime totaling $200.0 million in the year. These dividends were utilized to repay all amounts outstanding under the BTG Loan and Corporate Facility by November 2021.

During 2021, the Company took steps towards achieving its carbon neutrality by 2025 goal, including the purchase of an initial tranche of offsets covering greater than 20% of Scope 1 and 2 emissions from a Gold Standard certified clean cookstove project in Kenya, and commenced the feasibility studies for direct investment in a proprietary nature-based carbon removal project

2022

In January 2022, the Corporate Facility lenders approved increasing the available amount to $100.0 million from the former unutilized amount of $62.0 million, to defer the amortization profile of the available amount and to extend the availability period to December 31, 2022, from May 13, 2022, providing the Company with a stand-by line of liquidity of $100.0 million available for general corporate purposes, including acquisitions, until end 2022. The principal amounts, if drawn, may not exceed $80.0 million by June 30, 2023, and $50.0 million by February 29, 2024. The Corporate Facility maturity date of May 13, 2024, and interest margins remain unchanged. The lenders also waived certain conditions in support of the Company's plans to implement a shareholder return program and agreed to release their security over the Company's shares in Africa Energy, Eco, and Impact. On December 7, 2022, the Company agreed to extend the availability period of the Corporate Facility with existing lenders to May 31, 2023.

In January 2022, Eco announced that it had purchased an additional 800,000 common shares in JHI in return for 1,200,000 new common shares in Eco, increasing its shareholding in JHI to 5,800,000 shares, then representing approximately 7.35% of the issued common shares in JHI. Eco also retained a warrant to subscribe for a further 9,155,471 new common shares in JHI at an exercise price of US$2.0 per share for a period of eighteen months. This reduced the Company's share in Eco from 19.9% to 19.7%.

In February 2022, Eco signed a sales and purchase agreement to acquire 100% of Azinam Group Limited, in return for a 16.6% equity stake in Eco on completion of the acquisition. Eco issued 40,170,474 shares to Azinam Holdings Limited, reducing the Company's share in Eco from 19.9% to approximately 16.6%. Key assets acquired are a 50% working interest and operatorship in Block 2B, where Africa Energy and Panoro Energy ASA are partners, and a 20% working interest in 3B/4B Block where Africa Oil is the operator and 20% working interest partner.

AFRICA OIL'S RECENT HISTORY - CONTINUED

In February 2022, the Company declared an initial aggregate annual dividend of $0.05 per share (approximately $23.8 million) to be paid semi-annually, with the first payment payable on March 31, 2022, to shareholders.

In July 2022, the Company announced the passing of the Company's founding shareholder, Mr. Lukas H. Lundin.

In September 2022, the Company received approval from the TSX to commence a NCIB (referred to as a share buy-back program in Europe) of up to CAD $95.0 million. Pursuant to the NCIB, the Company was authorized to repurchase through the facilities of the TSX, Nasdaq Stockholm and/or alternative Canadian trading systems, up to 40,482,356 Common Shares, representing approximately 8.5% of the 477,584,774 Common Shares outstanding as at September 20, 2022), over a period of twelve months commencing September 27, 2022 and ending on the earlier of September 26, 2023, the date on which the Company has purchased the maximum number of Common Shares permitted under the NCIB, and the date on which the NCIB is terminated by the Company. In connection with the NCIB, the Company entered into an automatic share purchase plan with its designated brokers to allow the Company to repurchase Common Shares when it would ordinarily not be permitted to purchase Common Shares due to regulatory restrictions and customary self-imposed blackout periods.

In October 2022, the Company announced the appointment of Mr. Craig Knight as Chief Operations Officer of the Company, in replacement of Mr. Timothy Thomas who retired from the Company in 2021 and became a consultant to the Company.

In October 2022, the Company agreed amendments to the Corporate Facility, which would become effective on licence renewal being received on OML 130. The Corporate Facility would be increased from $100.0 million to $200.0 million and could be drawn until October 20, 2023. The maturity date would be extended to October 20, 2025.

During 2022, the Company received 5 dividend payments from its shareholding in Prime totaling a net payment to the Company of $250.0 million. Since the acquisition of a 50% shareholding in Prime in January 2020 for $519.5 million, the Company has received 15 dividends from Prime for a total amount of $650.0 million net to Africa Oil.

The Company returned a total of $63.3 million to its shareholders in 2022 including a total annual dividend distribution of $23.8 million and $39.5 million in share buybacks. All shares repurchased in 2022 were cancelled.

RECENT DEVELOPMENTS

In February 2023, the Company signed two PSCs in the Republic of Equatorial Guinea for offshore Blocks EG-18 and EG-31. These PSCs are subject to ratification by the country's government. Africa Oil will hold eighty per cent (80%) operated interests in each block with the balance to be held by GEPetrol. GEPetrol has the option of acquiring an additional fifteen percent (15%) participating interest in each block. Both blocks are covered by 3D seismic data and the total minimum work commitment for both blocks in the initial exploration periods is a combined total of $7.0 million, with no drilling commitment.

THE COMPANY'S BUSINESS

GENERAL

Africa Oil is a Canadian oil and gas exploration company with producing and development assets in deep-water offshore Nigeria, and development assets in Kenya. The Company has also made equity investments in a number of international oil and gas exploration companies.

The Company's long-range plan is to increase shareholder value through the acquisition, exploration, development and production associated with oil and gas assets. Through the Company's 50% shareholding in Prime, the Company has exposure to some of the best producing assets offshore West Africa. The Company has actively explored on multiple onshore exploration blocks in various under-explored geological settings in East Africa and has acquired a participating interest in a block in South Africa (refer to table on page 10). The Company has made numerous oil discoveries in the South Lokichar Basin (Blocks 10BB and 13T) located in the Tertiary Rift trend in Kenya. Africa Oil will continue to consider acquisition and merger opportunities, focusing on Africa. The Board of Directors of Africa Oil may, in its discretion, approve asset or corporate acquisitions or investments that do not conform to the guidelines discussed above based upon the Board's consideration of the qualitative and quantitative aspects of the subject properties, including risk profile, anticipated return on investment, technical upside, resource potential, reserve life and asset quality.

SPECIALIZED SKILL AND KNOWLEDGE

The Company requires experienced professionals with specialized skills and knowledge to gather, interpret and process geological and geophysical data, design, drill and complete wells, and numerous additional activities required to explore for, and produce, oil and natural gas. This includes experienced professionals with specialist data analytical skills, mathematical and computer skills, and a solid knowledge of geological information, such as seismic and electromagnetic methods, and rock properties to assist in determining which areas should be explored, and which drilling methods will be most effective. In addition, the Company is dependent on senior management and directors of the Company in respect of governance, environmental social governance and health and safety risks, and all matters pertaining to the Company. The Company has employed a strategy of attracting key members of management and directors, and contracting consultants and other service providers to supplement the skills and knowledge of its permanent staff in order to provide the specialized skills and knowledge to undertake its oil and natural gas operations efficiently and effectively. There is no assurance that the Company will continue to attract or retain all personnel necessary for the Company's business.

COMPETITIVE CONDITIONS

The petroleum industry is intensely competitive in all aspects, including the acquisition of oil and gas interests, the marketing of oil and natural gas, and acquiring or gaining access to necessary drilling and other equipment and supplies. Africa Oil competes with numerous other companies in the search for and acquisition of such prospects and in attracting skilled personnel. Africa Oil's competitors include oil companies that have greater financial resources, staff and facilities than those of Africa Oil and its partners. Africa Oil's ability to increase its reserves in the future will depend on its ability to successfully explore its present properties, as well as identify, select and acquire suitable properties or producing asset. Africa Oil must also respond in a cost-effective manner to external market factors that affect the distribution and marketing of oil and natural gas.

Africa Oil's ability to successfully bid on and acquire additional property rights, to discover reserves, to participate in drilling opportunities, acquire producing asset and to identify and enter into commercial arrangements with customers will be dependent upon the development and maintenance of close working relationships with its future industry partners and joint operators and its ability to consummate transactions in a highly competitive environment. To achieve this, the Company strives to be cost efficient and remain competitive by maintaining a strong financial balance sheet.

Oil and natural gas producers are also facing increased competition from alternative forms of energy, fuel and related products that could have a material adverse effect on Africa Oil's business, prospects and results of operations.

Africa Oil operates in a highly competitive environment, however, with a strong balance sheet and highly competent team, the Company is positioned well to take advantage of potential opportunities in the near future.

CYCLICAL NATURE OF OPERATIONS

The Company's results and financial conditions are strongly linked to the price of oil and gas. Such prices may be volatile as they are determined by certain factors, including weather, the demand for oil and gas and other global market factors.

ENVIRONMENTAL PROTECTION

Environmental legislation imposes certain restrictions, obligations, and liabilities on companies in the oil and gas industry. Activities related to drilling, production, handling, transportation and disposal of oil, gas and petroleum by-products are subject to extensive regulation under national and local environmental laws, including those of the countries in which Africa Oil currently operates. Environmental regulations may impose, among other things, restrictions, liabilities and obligations in connection with water management, air pollutants and other releases to the atmosphere, surface land, inland waterways and oceans, as well as the handling, storage, transportation, and disposal of waste. Likewise, environmental

THE COMPANY'S BUSINESS - CONTINUED

regulations may impose restrictions on where and when oil and gas operations can occur, including additional permitting requirements and restrictions on operations in environmentally sensitive areas. These regulations may limit the potential routing of pipelines or location of production facilities.

Africa Oil seeks to minimise the environmental impact of our oil and gas activities. We comply with the applicable environmental laws and regulations of the countries in which the Company operates. Additionally, the Company maintains a stringent Environmental Policy governing all staff and operated assets and manages its activities according to international industry best practice, including the International Finance Corporation's Performance Standards on Environmental and Social Sustainability. Where Africa Oil does not have operational control, it encourages, supports and works with its operating partners to the extent possible to act in a manner consistent with the Environmental Policy and our Standards of Operation. Even where it is a non-operating shareholder, Africa Oil seeks to ensure that activities are undertaken in alignment with corporate policies and standards as far as practicable.

In addition to existing operations, the Company could potentially be liable for contamination on properties acquired. It attempts to mitigate the risk of inheriting environmental liabilities by conducting rigorous due diligence on acquisition opportunities.

Environmental protection requirements have not, to date, had a significant effect on the Company's capital or operating expenditures, results of operations or competitive position. However, environmental regulations are expected to become more stringent in the future and costs associated with compliance are expected to increase. In addition, as the Company's exploration and operating activities expand, new and more rigorously enforced environmental regulations may become relevant, which could impact those activities and the cost of compliance. Any penalties or other sanctions imposed on Africa Oil (or its joint venture partners) for non-compliance with environmental regulations could have a materially adverse effect on Africa Oil's business, prospects and results of operations, or could result in restrictions or cessation of operations and the imposition of fines and penalties.

More information regarding the Company's commitment to protecting the environment from the impact of its activities is available in the Company's most recent Sustainability Report available on the Company's website.

ENVIRONMENTAL AND SOCIAL POLICIES

In addition to the Company's Environmental Policy, Africa Oil maintains several other sustainability-related policies, including a Health & Safety Policy, Human Rights Policy, Stakeholder Engagement & Community Relations Policy, GHG Emissions Management Policy and Diversity, Equity and Inclusion Policy. These documents are publicly available on Africa Oil's website.

In addition, Africa Oil undertakes its activities in line with the International Finance Corporation's Performance Standards on Environmental and Social Sustainability and conducts semi-annual independent monitoring reviews to confirm compliance with IFC Performance Standards. The IMG reports are available on the Company's website for public review.

Africa Oil is committed to ensuring that its operational activities and, as far as it is able to influence them, those of its joint venture partners and shareholdings comply with the applicable standards through its ESG management systems and processes. In 2020, the Company established a Board-level ESGHS Committee, which ensures Board oversight of ESG risks via regular updates on ESGHS performance and strategic initiatives. The ESGHS Committee meets at least once per quarter and comprises three members of the Board, all of whom are independent non-management directors. In 2021, the Company strengthened the oversight of the Committee by appointing Erin Johnston as Chair, who as Managing Director of the Lundin Foundation brings a wealth of knowledge and expertise. In 2021, Africa Oil also appointed a VP of ESG, Amy Bowe, to ensure strategic oversight of ESG issues at the management level.

During 2022, the Committee was involved in a number of initiatives. Foremost, the Committee approved publication of the Company's first comprehensive, TCFD-compliant Sustainability Report and approved an updated set of ESG policies, including a new Diversity, Equity and Inclusion policy. The Board, at the Committee's recommendation, also approved in principle an updated energy transition strategy, including science-based short-, medium- and long-term targets towards net zero across Scope 1 and 2 emissions. The Company expects to be able to communicate the new strategy in 2023 subject to further detailed assessment. Africa Oil's ESG approach aims to deliver value to its shareholders, while providing sustainable economic and social benefits to host communities and governments and minimizing its impact on the environment. Africa Oil is committed to conducting its business responsibly, which it views as integral to its license to operate, enabling the company to access and effectively manage existing and new business opportunities. Africa Oil seeks to maintain this license to operate via regular engagement with key stakeholders. Where Africa Oil operates, it interacts directly with government and community stakeholders in the spirit of transparency and good faith at all stages of company activities. For non-operated assets, Africa Oil engages with partners and our equity shareholdings via operating and technical committee meetings and board meetings to guide activities and ensure adherence to corporate policies and international standards of best practice.

The Company has contractual obligations to support community development initiatives under its licenses in Nigeria. Through ongoing stakeholder engagement, the operators identify initiatives reflecting local priorities to support across three key areas: community infrastructure, sustainable livelihoods, and economic development.

ECONOMIC DEPENDENCE

Africa Oil's primary economic dependence is on its equity interest in Prime Oil & Gas. The Company is also heavily dependent upon its counterparties, including host governments and joint venture partners, under agreements, including PSAs, joint venture agreements and farmout agreements that it has entered into for the exploration, appraisal, development and production of hydrocarbons.

ASSETS

1. Equity Interest in Prime (AOI: 50% equity interest)

Through its 50% shareholding in Prime, the Company has indirect interests in deep water Nigeria production and development assets. The Prime assets include OML 127, which contains the producing Agbami field, and an interest in OML 130, which contains the producing Akpo and Egina fields. Field production is in the deepwater area of the Niger Delta, the fields are produced through a subsea infrastructure of wells, manifolds and flowlines connected to three purpose built Floating Production Storage and Offloading vessels. Water injection is used in all fields to maintain reservoir pressure and improve reservoir recoveries, and dedicated water injection wells are positioned to support the producing wells. The produced oil is sold to an international market directly from the offshore field location. The associated gas produced from the Egina and Akpo fields is sent via pipeline to shore and sold into the Nigerian liquified natural gas market. Gas from Agbami is currently reinjected into the reservoir to maintain reservoir pressure.

NIGERIA PRODUCTION SHARING AGREEMENTS OVERVIEW

Ownership structures for OML 127 and OML 130 are summarized below in Figures 02a and 02b.

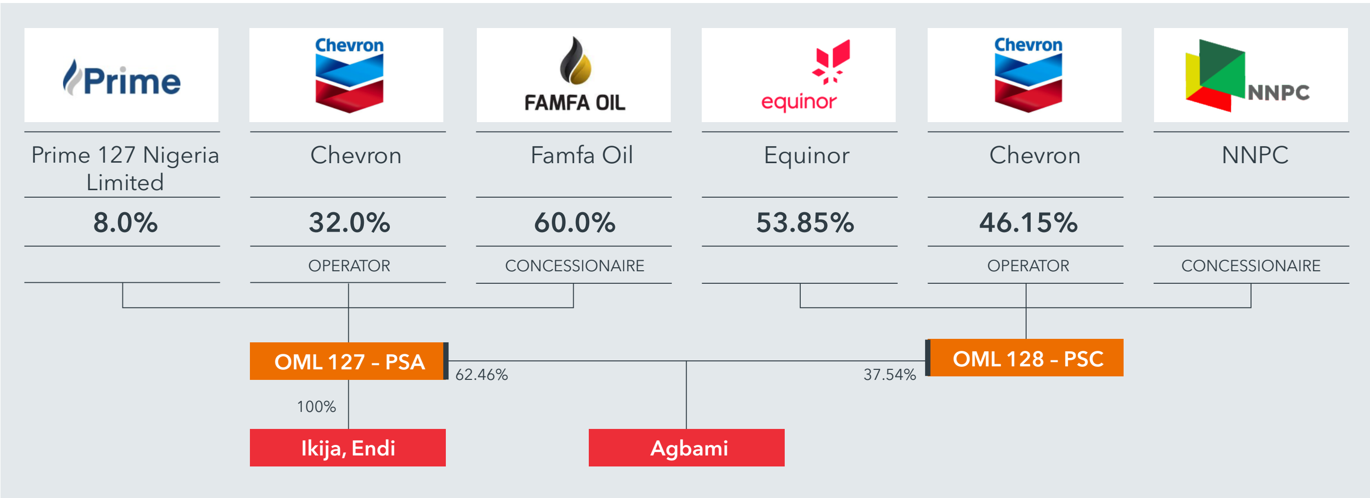


Figure 02a Tract participation OML 127 and OML 128

Figure 02b Tract participation OML 130

ASSETS - CONTINUED

The Agbami field straddles over OML 127 and OML 128. An Agbami unit agreement dated February 11, 2005 governs the rights and obligations of each block that constitutes the Agbami unit. The unit agreement makes provision for splitting of production from the unit between the two blocks in accordance with the agreed tract participation. The current OML127 tract participation in the Agbami Unit, as at the date of this document, is 62.46%.

However, through its ownership in Prime, Africa Oil has an interest in a tract participation redetermination process for the Agbami field. The final technical procedure to adjust the tract participation of OML 127 and OML 128 leases in the Agbami field was completed in October 2015. The process of implementing the new tract participation by the parties is ongoing and is subject to government approval.

On June 25, 2021, Prime signed a securitization agreement with Equinor and Chevron, whereby Equinor agreed to pay a security deposit to the two other partners to secure future payments due under that Securitization Agreement, pending a comprehensive resolution being reached among all unit parties in respect of the tract participation in the Agbami field. In accordance with the securitization agreement, on June 29, 2021, Prime received from Equinor its portion of the security deposit in the form of a cash payment of $305.0 million. A provision for the full cash payment has been recorded within Prime to reflect the mechanism pursuant to which any such imbalance payments due from Equinor to Prime under the terms of any future agreement among the Agbami parties will be set-off against this security deposit. The parties will continue ongoing discussions to seek final resolution of the formal redetermination of the Agbami tract participation.

Under the Prime sale and purchase agreement completed on January 14, 2020, a deferred payment of $118.0 million, subject to adjustment, may be due to the seller contingent upon the timing and final OML 127 tract participation in the Agbami field. The signing of the securitization agreement by Prime has led to the Company reassessing its view of the likelihood of making a contingent consideration payment to the seller. The signing of the securitization agreement by Prime does not constitute a redetermination of the tract participation, therefore does not trigger the payment of a contingent consideration under the sale and purchase agreement but, at the Company's discretion, could trigger discussions with the seller. The outcome of this process is uncertain. The Company has therefore recorded $32.0 million as contingent consideration as the best estimate of the most likely outcome.

OML 127 and OML 130 are due for renewal in December 2024 and February 2025, respectively, with 20-year license extensions under the provisions of Nigeria's Petroleum Act. According to Section 13(1) of the Petroleum Act: "(…) renewal shall be granted if the lessee has paid all rent and royalties due and has otherwise performed all his obligations under the lease. (…)".

In August 2021, the Nigerian President signed the new PIA into law. The PIA includes the provision for leases to be converted earlier than their licence renewal date. Prime are working with their partners to optimize timing of conversion of the licences to the new PIA with the aim of maximizing asset value. In February 2023, Prime signed a conversion contract for early conversion of the OML127 licence. The OML127 joint venture has until April 30, 2023, to satisfy the conditions precedent to complete conversion to the PIA terms on OML127.The following fiscal terms are applicable for both OML 127 and OML 130:

	Oil	Gas
Royalty	Flat rate of 10% plus oil price-based royalty: <$20/bbl = 0%; >$20 to $60/bbl = 2.5%; >$60/bbl to $100/bbl = 4.0%; >$ 100/bbl to $150/bbl = 8.0%; and >$150/bbl = 10%, apply to Akpo and Agbami fields. Egina is expected to benefit from a 5-year royalty holiday from its production start-up and to start paying royalties from January 2024.	5%
Education Tax	2%	–
NDDC Levy	3%	–
PPT/CT	50%	30%
Capital Allowances	20% for 4 years 19% year 5	
ITC	50%	–
Ness Fee	0.12%	–

Notes

The Nigerian Government introduced an amendment to the Deepwater PSC Law in November 2019. This change applies a flat royalty rate of 10% for all deepwater PSCs and an oil price- based royalty: <$20/bbl = 0%; >$20 to $60/bbl = 2.5%; >$60/bbl to $100/bbl = 4.0%; >$100/bbl to $150/bbl = 8.0%, >$150/bbl = 10%. These royalty terms are expected to apply to Akpo and Agbami fields. Egina is expected to benefit from a 5-year royalty holiday from its production start-up and to start paying royalties from January 2024. Nigeria's new PIA became law on the 27th of August 2021. Under its provisions companies have the option of continuing to operate under the existing terms of their licenses until their renewal dates or voluntarily convert to the PIA terms within 18 months from PIA effectiveness (March 2023). At present both OML 127 and OML 130 are subject to the existing terms and the upstream partners continue assessing the merits of early conversions. The PIA has confirmed the applicability of deepwater royalties for Akpo and Agbami and the royalty holiday for Egina. Post PIA conversion, lower royalty rates would apply. These are: deepwter production royalty of 5% for production rates of less than 50,000 bopd and 7.5% for production rates of more than 50,000 bopd, plus price royalty of 0% for price of less than $50/bbl; 5% for price of up to $100/bbl and 10% for price of more than $150/bbl.

The OML 127 and OML 130 PSAs have farm-in agreements with FAMFA and SAPETRO, respectively, as the concessionaires. Prime's current equity interest in the non-unitised part of OML 127 PSA is 8%, while its funding interest is 20%. Although privately held Nigerian company FAMFA is the official operator of the block, the duties of the operator are delegated to a subsidiary of Chevron, which has an equity interest of 32% in OML 127 PSA and a funding interest of 80%. FAMFA holds the remaining equity interest of 60% in the license. However, cost oil and recovery oil remain 80% and 20% for Chevron and Prime, respectively, as FAMFA does not contribute to costs.

Prime's current equity interest in OML 130 PSA is 32%, while its funding interest is 40% wherein it carries 40% of 20% (i.e. 8%) share of cost of privately held Nigerian company SAPETRO, the original owner of the concession. Although SAPETRO is the official operator of the block, the duties of the operator are delegated to TUPNI. TUPNI has an equity interest of 48% in OML 130 PSA and a funding interest of 60%, wherein it carries 60% of 20% (i.e. 12%) share of costs of SAPETRO, which holds the remaining equity interest of 20% in OML 130 PSA.

2. Project Oil Kenya

2.1 Block 10BB, Kenya (25% working interest)

The Block 10BB PSC contemplates an initial four-year exploration period and, at the option of the Contractor Group, two additional exploration periods. The Contractor Group is currently in the third additional exploration period.

During July 2016, the Company and its partners received approval from the Ministry of Energy and Petroleum for the Republic of Kenya for an extension to the second additional exploration period, which was subject to an additional extension to December 31st, 2021. During the extension to the second additional exploration period, the Company and its partners are required to drill a minimum of four exploration wells between Blocks 10BB and 13T. These work commitments have been fulfilled. The latest extension requires that the Company and its partners submit a Field Development Plan. This Plan was submitted in December 2021 and is now subject to governmental review, during which time the licence is retained in good full force and effect.

The Kenyan Government may elect to participate in any petroleum operations in any development area and acquire an interest of up to 20% of the total interest in that development area. The Kenyan Government may exercise its participation rights within six months from the date a development plan is adopted. Upon electing to participate in a development area, the Government would assume responsibility for its share of costs incurred with respect to the development area.

A 25-year development and production period commences once the Contractor Group has made a commercial discovery and a development plan is adopted.

2.2 Block 13T, Kenya (25% working interest)

The Block 13T PSC contemplates an initial three-year exploration period and, at the option of the Contractor Group, two additional exploration periods. The Contractor Group is currently in the third additional exploration period. During July 2016, the Company and its partners received approval from the Ministry of Energy and Petroleum for the Republic of Kenya for an extension to the second additional exploration period, which was subject to an additional extension to December 31st, 2021. During the extension to the second additional exploration period, the Company and its partners were required to drill a minimum of four exploration wells between Blocks 10BB and 13T. These work commitments have been fulfilled. The latest extension requires that the Company and its partners submit a Field Development Plan. This Plan was submitted in December 2021 and is now subject to governmental review, during which time the licence is retained in good full force and effect.

The Kenyan Government may elect to participate in any petroleum operations in any development area in the Block and acquire an interest of up to 22.5% of the total interest in that development area, 15% of which will be held by the Kenyan Government and 7.5% which will be held by the National Oil Corporation of Kenya. The Kenyan Government and the National Oil Corporation of Kenya may exercise its participation rights within six months from the date a development plan is adopted. Upon electing to participate in a development area, the Government and the National Oil Corporation of Kenya would assume responsibility for its share of costs incurred with respect to the development area.

A 25-year development and production period commences once the Contractor Group has made a commercial discovery and a development plan is adopted.

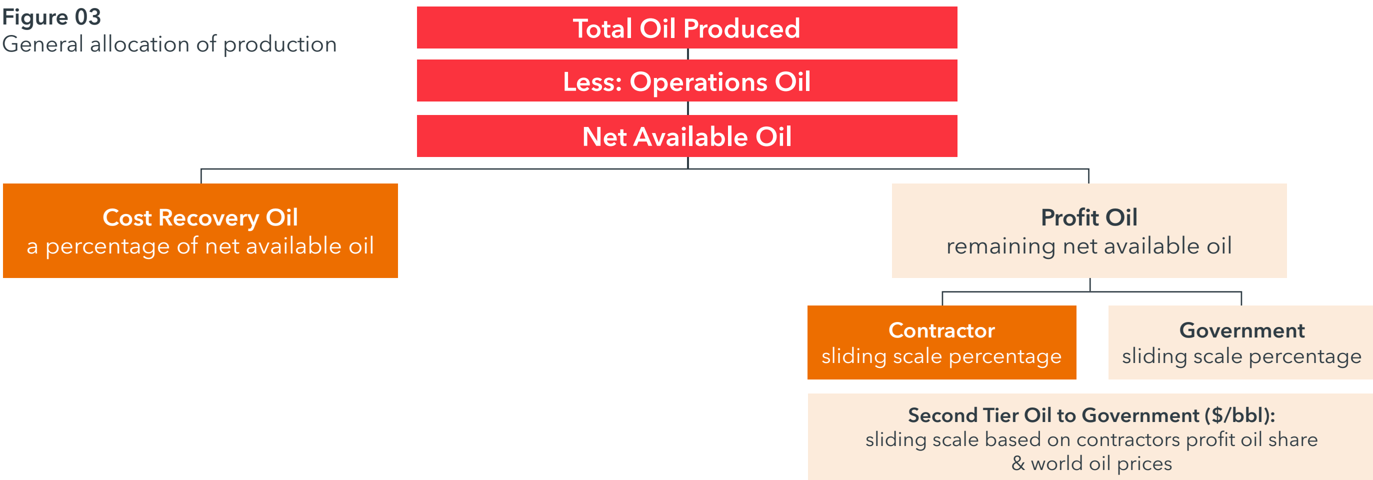
2.3 Block 10BA, Kenya (25% working interest)

The Block 10BA PSC contemplates an initial three-year exploration period and, at the option of the Contractor Group, two additional exploration periods of two years each. The Contractor Group is currently in the second additional exploration period and has been granted an extension that expires in April 2023. During the second additional exploration period, the Contractor Group is required to carry out surveys of 500 kilometres of 2D seismic or carry out surveys of 25 km2 of three dimensional seismic and drill one exploratory well at a minimum cost of $19.0 million. Seismic acquisition commitments have been completed; the well commitment is outstanding. Further discussions are expected to take place to extend the license. The carrying value of 10BA is nil.

The Kenyan Government may elect to participate in any petroleum operations in any development area and acquire an interest of up to 10% of the total interest in that development area. The Kenyan Government may exercise its participation rights within six months from the date a development plan is adopted. Upon electing to participate in a development area, the Government would assume responsibility for its share of costs incurred with respect to the development area. A 25-year development and production period commences once the Contractor Group has made a commercial discovery and a development plan is adopted.

The following diagram illustrates the general allocation of production under the terms of the Blocks 10BA, 10BB and 13T PSCs:

Figure 03
General allocation of production



ASSETS - CONTINUED

Of the "Total Oil Produced", "Operations Oil" is available to the Contractor Group for operational needs for the work performed under the PSC. Up to a stated maximum percentage of the "Net Available Oil" is available for cost recovery with the remainder allocated to "Profit Oil". Costs subject to cost recovery include all costs and expenditures incurred by the Contractor Group for exploration, development, production and decommissioning operations, as well as any other applicable costs and expenditures incurred directly or indirectly with these activities. The portion of Profit Oil available to the Contractor Group is based on a sliding scale with the portion allocated to the Contractor Group declining as the volume of Profit Oil increases.

A second tier Profit Oil payment is due to the Government when oil prices exceed a stated world oil price. The amount payable per barrel is calculated by multiplying the Contractor Group's share of Profit Oil by a stated percentage and by the prevailing oil price in excess of the contractually agreed threshold world oil price.

3. Block 3B/4B South Africa (20% Working Interest)

In July 2019, the Company through its wholly-owned subsidiary, Africa Oil SA Corp., entered into a definitive farmout agreement with Azinam Limited to acquire a 20% participating interest and operatorship in the Exploration Right for Block 3B/4B, offshore South Africa. The farmout was fully completed in February 2020 with Africa Oil SA Corp. becoming the Operator for the block. The Block was awarded on March 27, 2019, for an Initial Period having a term of three years. An application to extend the Block 3B/4B license and to move into the first extension period of 2 years was approved on October 27, 2022. The work commitments during the initial period consist of regional subsurface evaluation and mapping, petrophysical analysis of nearby wells, basin modelling, prospect maturation and prospect ranking, leading to recommendations on future investments. Both 2D and 3D seismic data was acquired in the block. This data is being reprocessed by the JV partners and will form the basis for the initial period work program along with other regional and technical studies.

4. Blocks EG-18 and EG-31 Republic of Equatorial Guinea (80% Working Interest)

In February 2023 the Company, through its wholly owned subsidiaries Africa Oil Alpha B.V and Africa Oil Beta B.V., entered into two new PSCs for Offshore Blocks EG-18 and EG-31 in the Republic of Equatorial Guinea. These PSCs are subject to ratification by the country's government. The Company will hold eighty per cent (80%) operated interests in each block with the balance to be held by GEPetrol, the national oil company of Equatorial Guinea. GEPetrol has the option of acquiring an additional fifteen percent (15%) participating interest in each block. GEPetrol is carried during the exploration phase. Both blocks have an initial 3-year term. They are both covered by 3D seismic data and the total minimum work commitment for both blocks in the initial exploration periods is a combined total of USD $7.0 million, with no drilling commitments.

In Block EG-31 the work commitments include purchasing 2D and 3D seismic data, reprocessing selected 3D seismic data, evaluated AVO response, preparing an inventory of and ranking exploration prospects, and providing recommendations for potential future drilling. From the existing data, the Company has already identified several potential gas-prone prospects in shallow water depths of less than 80 meters and close to existing infrastructure, including the offshore Alba gas field and the onshore Punta Europa Liquefied Natural Gas Terminal.

In Block EG-18 the work commitments include purchasing 2D and 3D seismic data, reprocessing of selected 3D seismic data, conducting subsurface evaluation, AVO modelling, preparing estimates of prospective resource volumes and providing recommendations for potential future drilling. From the existing data set the Company has already identified a potentially large and highly prospective basin floor fan prospect of Cretaceous age that is similar to those within the Company's exploration portfolio in Namibia and South Africa and will continue to work this prospect as part of the initial exploration phase.

5. Equity Interest in Africa Energy Corp. (AOI: 19.67% equity interest as at February 27, 2023)

Notable projects for Africa Energy 2019 include the Brulpadda discovery in Blocks 11B/12B offshore South Africa, operated by Total SA. This significant gas- condensate-oil discovery was followed with an infill seismic program that has further defined appraisal and exploration opportunities in the block. In 2020 the joint venture drilled the Luiperd-1 discovery which confirmed a significant resource of gas, condensate and oil suitable for commercialization. The joint venture partners are currently considering plans for the development and production of discovered resources. On November 18, 2022, Africa Energy announced results of the Gazania-1 well drilled in Block 2B, offshore South Africa. Gazania-1 spudded on October 10, 2022, reached target depth of 2,360m but did not show evidence of commercial hydrocarbons. The well has been plugged and abandoned and the well results are being evaluated. Africa Energy hold a 27.5% participating interest in Block 2B.

6. Equity Interest in Eco (Atlantic) Oil & Gas Ltd. (AOI: 15.02 % equity interest as at February 27, 2023)

Eco is a TSX and Alternative Investment Market-listed oil & gas exploration company with assets in Africa and South America. In Guyana Eco holds a 15% working interest in the Tullow-operated Orinduik Block. Through their 7.35% equity interest in JHI Associates Eco also holds an approximate 1.3% equity interest in the Exxon-operated Canje Block. Both blocks are adjacent to the Stabroek Block where Exxon and partners have made oil discoveries offshore Guyana in recent years. In Namibia, Eco holds Operatorship and an 85% Working Interest in four offshore Petroleum Licences; petroleum exploration licences: 97, 98, 99, and 100 located in the Walvis Basin. In South Africa Eco is the Operator and holds a 50% direct working interests in Block 2B, located offshore in the Orange Basin. In 2022 Eco and partners drilled the Gazania-1 well to a target depth of 2,360m but did not encounter evidence of commercial hydrocarbons and the well was plugged and abandoned. Eco also retains a 25.25% working interest in offshore Block 3B/4B, where partners have contracted an environmental impact assessment in anticipation of drilling up to two exploratory wells in 2024-2025.

ASSETS - CONTINUED

7. Equity Interest in Impact Oil & Gas Ltd. (AOI: 30.87% equity interest as at February 27, 2023)

Impact Oil & Gas is a partner with Africa Energy, giving them a similar equity interest in Block 11B/12B in South Africa. Similarly, Africa Oil has continued to participate in equity raises to fund the recent drilling and seismic campaigns in Block 11B/12B, but is also participating in equity raises to fund additional appraisal of the Block 11B/12B discoveries which may include additional seismic acquisition and studies related to the development and commercialization.

In December 2021 Impact and partner Total (Operator) began drilling the Venus-1 frontier exploration well in Block 2913B, offshore Namibia. On February 24, 2022, Impact and Operator TotalEnergies announced a light oil discovery at Venus-1x. The Venus discovery sits in the Orange Basin, approximately 290 kilometres off the coast of Namibia, in the deep offshore. The well was drilled to a total depth of 6,296 metres, by the Maersk Voyager drillship, and encountered a high-quality, light oil-bearing sandstone reservoir of Lower Cretaceous age, with 84 meters of net oil pay. The Venus-1X discovery well was drilled by TotalEnergies EP Namibia B.V , as operator, on behalf of a joint venture group comprising TotalEnergies (40%), QatarEnergy (30%), Impact (through its wholly owned subsidiary, Impact Oil and Gas Namibia (PTY) Ltd) (20%), and Namcor (10%).

8. Other Material Contracts

Africa Oil has contracts that are material to the Company and that were entered into between January 1, 2022, to the date of this AIF or that were entered into before that period but are still in effect, other than those entered into in the ordinary course of business, filed on the SEDAR website. The particulars of the Company's material agreements, as they relate to the Company's current operations, are provided below.

Agreement	Parties	Date of Agreement	Particulars
Amendment and Restatement Agreement	AOI, Petrovida Holding BV, Africa Oil Holdings B.V., Natixis	January 28, 2022	See 'Africa Oil's Recent History' for more information on this agreement
Amendment and Restatement Agreement	AOI, Petrovida Holding BV, Africa Oil Holdings B.V., Natixis, Absa Bank Limited	July 16, 2021	See 'Africa Oil's Recent History' for more information on this agreement
Term Loan Agreement	AOI, Petrovida Holding BV, Africa Oil Holdings B.V., Natixis, The Mauritius Commercial Bank Limited, RMB International (Mauritius) Ltd., the Standard Bank of South Africa Ltd. Isle of Man Branch, and FirstRand Bank Limited	May 13, 2021	See 'Africa Oil's Recent History' for more information on this agreement
Deed of Amendment of the Sale and Purchase Agreement dated 31/10/2018, as amended on 31/10/2019	AOI, Petrobras International Braspetro B.V., Petrovida Holding BV, and Petróleo Brasileiro S.A. - Petrobras	January 11, 2020	See 'Africa Oil's Recent History' for more information on this agreement.
Deed of Amendment in Respect of the Petrobras Oil and Gas B.V. Shareholders' Agreement dated 31/10/2018	Petrovida Holding B.V., BTG Pactual E&P B.V., and Petrobras Oil and Gas B.V.	October 31, 2019	See 'Africa Oil's Recent History' for more information on this agreement.
Deed of Amendment of the Sale and Purchase Agreement dated 31/10/2018	AOI, Petrobras International Braspetro B.V., Petrovida Holding BV, Vitol Holding B.V., Delonex, Energy Limited, and Petróleo Brasileiro S.A. - Petrobras	October 31, 2019	See 'Africa Oil's Recent History' for more information on this agreement.
Shareholders' Agreement	Petrovida Holding B.V., BTG Pactual E&P B.V., and Petrobras Oil and Gas B.V.	October 31, 2018	See 'Africa Oil's Recent History' for more information on this agreement.
Sale and Purchase Agreement	AOI, Delonex, Vitol Investment Partnership II Ltd., Petrobras International Braspetro B.V., Petrovida Holding B.V., and Petroleo Brasileiro S.A. – Petrobras	October 31, 2018	See 'Africa Oil's Recent History' for more information on this agreement.
Subscription and Shareholders' Agreement	VIP II Holdings SARL, Africa Oil Holdings B.V., Delonex Nigeria (One) B.V.), Pertovida Holding B.V.	October 31, 2018	See 'Africa Oil's Recent History' for more information on this agreement.
Subscription Agreement	Impact Oil, Deepkloof Limited	February 7, 2018	See 'Africa Oil's Recent History' and below for more information on this agreement.
Farmout Agreement	Centric Energy (Kenya) Limited Africa Oil Turkana Limted Africa Oil Kenya BV Africa Oil Ethiopia B.V. Maersk Oil Exploration International K1 Ltd. Maersk Oil Exploration International K2 Limited Maersk Oil Exploration International K3 Limited Maersk Oil Ethiopia A/S	November 2015	See 'Africa Oil's Recent History' and below for more information on this agreement.
Equity Subscription Agreement	AOI, International Finance Corporation	August 18, 2015	Equity Subscription Agreement with International Finance Corporation ($50.0 million, 31.2 million shares).
Investment Agreement	AOI, Stampede Natural Resources S.A.R.L	May 1, 2015	Investment agreement with stampede, an entity owned by a fund advised by Helios Investment Partners LLP (private placement for gross proceeds of $100.0 million dollar, 56.2 million shares, nomination rights for one director and right to participate, pro rata, in future financings).

9. Disclosure of Reserves Data and Other Oil and Gas Information

For further information, please refer to Africa Oil's Statement of Reserves Data and Other Oil and Gas Information for fiscal year ended December 31, 2022 (Form NI 51-101F1) and the Report of Management and Directors on Oil and Gas Disclosure (Form NI 51-101F3), filed under the Company's profile on the SEDAR website at www.sedar.www.sedar.com, copies of which are attached hereto as Schedules A and B, respectively.

RISK FACTORS

The Company's operations are subject to various risks and uncertainties, including, but not limited to, those listed below.

CONFLICT IN UKRAINE

The conflict in Ukraine has impacted global markets and may continue to result in increased volatility in financial markets and commodity prices and disruption in supply chains. The Company does not have a direct exposure to operations in Ukraine or Russia and does not have any business relationships with any sanctioned entities or people. The Company will continue to review all its engagements with new stakeholders to ensure this remains the case.

INFLATION RISK

A failure to secure the services and equipment necessary for the Company's operations for the expected price, on the expected timeline, or at all, may have an adverse effect on the Company's financial performance and cash flows. The Company's operating and capital costs could escalate and become uncompetitive due to supply chain disruptions, inflationary cost pressures, equipment limitations, escalating supply costs, commodity prices, and additional government intervention through stimulus spending or additional regulations. The Company's inability to manage costs may impact project returns and future development decisions, which could have a material adverse effect on its financial performance and cash flows. In addition, with rising inflation levels combined with global cost of living expenses, the Company may be faced with the challenge of how to attract and retain employees.

M&A STRATEGY

The Company's strategy for growth includes mergers and acquisitions. The Company competes with a substantial number of other E&P companies in the search for M&A and potential farmout and farmin opportunities. The Company's ability to successfully execute this strategy is dependent upon its ability to identify, select, and evaluate suitable opportunities within limited time frames, and to close transactions in a highly competitive environment. The availability of suitable M&A targets and potential farmout and farmin opportunities may be limited, or a purchase price cannot be agreed, particularly in a volatile oil and gas market. The Company's competitors include oil and gas companies that may have substantially greater financial resources than the Company. Africa Oil's operating cash flow may not be sufficient to meet the expenditure required for the Company to complete its M&A opportunities. The Company may require financing to complete such transactions, and this may not be available or offered on acceptable terms, further explained in the Liquidity risk factor.

GLOBAL HEALTH EMERGENCY

The on-going COVID-19 pandemic, and the actions that have been taken by governmental authorities in response to it have resulted, and may continue to result in, increased volatility in financial markets and commodity prices, disruption in supply chains, labour shortages, temporary operational restrictions and restrictions on gatherings and travel, as well as quarantine orders and business closures In particular, the COVID-19 pandemic has resulted and may continue to result in volatility in demand for, and prices of, crude oil.

The Company's business, financial condition and results of operations could be materially and adversely affected by the COVID-19 pandemic, as well as any other epidemic, pandemic or other public health crisis. The degree to which a public health crisis impacts our results is uncertain and cannot be predicted, including, but not limited to, the duration and spread of the outbreak, its severity, the actions to contain the virus and its variants or treat their impact, the efficiency of vaccination campaigns against the virus and all its variants, and how quickly and to what extent the worldwide economic activity can recover to pre-crisis levels.

CLIMATE CHANGE

Market Risks

Changing consumer preferences for low carbon sources of energy, transport and products and services may erode demand for oil and gas as clean alternatives come to market and gain scale. Reduced demand for oil and gas may result in stranded reserves or resources and negatively impact the Company's valuation and share price. In addition to limiting the Company's ability to sell into the market, these trends could lead to lower commodity prices in the medium and long-term, putting further pressure on revenues. In the short-term, unbalanced investment in traditional vs. new energy technologies and sources, combined with uncertain demand dynamics, may lead to commodity price volatility. Supply chains may also become constrained, as suppliers adjust their strategies and product mix in response to the energy transition, resulting in increasing costs for some goods and services.

The Company has conducted scenario analysis, which suggests the current portfolio remains competitive in a low demand environment. We update our analysis on a regular basis and ahead of new project sanction to minimise the risk of stranded assets. In order to remain resilient in an uncertain and volatile future commodity environment, the Company works with and through its partners to reduce operational costs as much as possible without sacrificing health and safety or longer-term efficiency and environmental or strategic goals. Though Africa Oil does not directly control procurement decisions associated with our assets, the Company will work with our partners to ensure adequate contingency for cost inflation is incorporated into capital and operating budgets and that costs are controlled within budget. Additionally, the Company will maintain a prudent budget and financial strategy, including hedging as appropriate,

RISK FACTORS - CONTINUED

to manage oil price volatility ensure the business remains resilient in a low oil price environment.

At the same time, markets for new products and services may present opportunities for the Company to expand or diversify the Company's lines of business, helping to grow or at least offset potential losses of revenue associated with our traditional business activities as demand for oil and gas declines or even grow revenue. For instance, we are exploring development of an offset project in Kenya of sufficient scale to help mitigate both our own emissions as well as potentially third-party emissions.

Litigation Risks

Climate-related litigation is a rapidly evolving and increasingly important issue for our industry. The risk of legal challenges could rise as the costs of climate change mitigation and adaptation increase, and as more climate laws and agreements are put in place. Climate-related litigation could result in liabilities or loss of license related to current or historical activities' contribution to global emissions. We do not consider Africa Oil at immediate risk of climate litigation but are monitoring developments closely. Even if the Company is not directly targeted by litigation, operations may be indirectly impacted by outcomes in related cases involving other oil and gas companies in jurisdictions where we operate. The Company will seek legal counsel as required to remain abreast of potential legal action and its implications for our business.

Regulatory Risks

Since the Paris Agreement was signed in 2015, countries have steadily enacted policies to enable the transition to a low carbon future and meet their Nationally Determined Contributions (NDCs). This includes the governments of countries where Africa Oil conducts business. These policies may directly or indirectly increase the cost of doing business in these countries or potentially restrict our ability to operate. Africa Oil regularly monitors the evolving regulatory landscape, both globally and in our countries of operation, to anticipate the impact of new climate-related measures and ensure we remain compliant. Additionally, the Company is developing a comprehensive energy transition strategy, including measures to minimise operational emissions in line with Paris Agreement objectives, which should help to remain aligned with evolving regulatory requirements and minimise negative impacts.

Reputational Risk

Increased scrutiny, pressure and action by environmental activists, non-governmental organisations and other stakeholders may result in disruption to operations or loss of license to operate. Such disruption may negatively impact cash flows, returns or the value of our portfolio. Similarly, companies within the sector and our supply chain may make emissions performance and climate risk management explicit in partner or contract decisions, The Company has not been directly targeted by environmental activists but could be targeted in the future. To mitigate this risk, Africa Oil proactively engages with the communities and other stakeholders where the Company operates to keep them informed about the impact of our operations on the environment and their livelihoods. The Company also ensures proper security is in place to minimise the impact of any potential disruptions and prevent harm to staff, bystanders and assets.

In addition to environmental activists, numerous banks and large institutional investors have communicated an intention to divest from or limit future exposure to fossil fuels, including oil and gas. Increasing investor and lender concerns regarding climate resilience could limit access to capital, increase the cost of that capital via higher interest rates or result in direct costs associated with new measures to meet investor expectations. Since 2020, Africa Oil has published public climate disclosures aligned with the Taskforce for Climate-Related Financial Disclosures (TCFD) recommendations to proactively address investor and other stakeholder concerns regarding climate risk exposure. In addition, Africa Oil regularly engages with investors and lenders to understand their climate policies and requirements and to inform them about the steps the Company is taking to manage climate risks. This includes development of a comprehensive energy transition strategy to minimise operational emissions.

Technology Risks

Evolution and proliferation of clean energy technologies, including renewables, electric vehicles, hydrogen and other clean fuels, and energy management technologies such as the Internet of Things, may reduce oil and gas's share of the energy market in the medium and long term, making our business model unsustainable. The Company will work with and through our partners to reduce operational costs as much as possible without sacrificing health and safety or longer-term efficiency and environmental goals to ensure they remain resilient in a low demand, low oil price environment. Additionally, we may explore diversifying into alternative, lower carbon business lines as part of a comprehensive energy transition strategy.

In addition to new business lines, the evolution of clean energy technologies present opportunities for integration with our operations to lower our own emissions footprint. Specifically, the Field Development Plan for our Kenyan assets includes use of solar power to support administrative loads, and we have explored broader use of renewables to power operations at the facility.

Physical Risks

Climate change has already resulted in significant shifts in global weather patterns, including an increase in the number and severity of heat waves, cold spells, droughts and storms, including hurricanes and tropical cyclones. Longer term, climate change may also result in rising sea levels due to melting polar ice caps. The physical effects of climate change have the potential to directly impact the Company's assets and operations. In 2022, the Company contracted a global climate risk analytics company to perform a quantified assessment of the physical climate risks facing the Company's assets under three IPCC climate scenarios: SSP1-2.6 (consistent with 1.8°C warming), SSP2-4.5 (consistent with 2.7°C warming) and SSP5-8.5 (consistent with 4.4°C warming). That analysis suggests exposure to future changes in physical climate hazards is relatively minimal compared to the historical baseline across all three scenarios and limited to increasing precipitation and risk of drought in Kenya. We will continue to monitor our assets' exposure to physical climate risks as our portfolio and the global scientific community's understanding of changing climate patterns evolves.

OTHER ENVIRONMENTAL RISKS

The regulatory frameworks in the Company's countries of operation extend beyond emissions to include broader areas of environmental concern, including water management, waste handling, soil pollution and biodiversity protection. These regulations typically include environmental licensing and permitting subject to the conduct of Environmental and Social Impact Assessments prior to any new development phase, as well as ongoing monitoring and reporting.

Non-compliance with these environmental regulations can result in fines or permits being revoked, both of which could materially impact the Company's financial position or license to operate. Breaches could also lead to civil or criminal litigation, particularly in cases resulting in significant environmental damage.

The Company is committed to minimizing the broader environmental impact of our oil and gas activities. The Company acts in compliance with the applicable environmental laws and regulations of its countries of operation and manages activities according to international industry best practice. This includes taking a rigorous approach to operational planning, including identifying potential environmental or ecological risks and impacts of operations, and obtaining and maintaining all necessary permits and licenses. The Company also consults with stakeholders on environmental issues that may affect them, investigates any environmental incidents, and maintains emergency response procedures for protection of the operating environment.

In particular, the Company strives to minimize water consumption, mitigate impact upon water sources and monitor and safely dispose of waste streams. The Company assesses and puts measures in place to minimize impact on biodiversity and ecosystems in line with the mitigation hierarchy and, where appropriate, undertakes offsetting measures to ensure that activities lead to no net loss of important biodiversity and habitats.

Where the Company does not operate, it monitors and manages environmental risks via regular reports from project partners and operators and participation in quarterly operating and technical committee meetings.

In some cases, damage cannot be avoided, and in those cases, the Company works with its partners to quickly contain and mitigate the risk and restore any affected areas.

Though the Company endeavours to engage all relevant stakeholders proactively and early in the planning process, environmental activism is increasing, and in some cases has resulted in delays or disruptions to activities, including delays to permitting where activists have challenged permits in courts. Africa Oil has not to date suffered impacts to operations due to environmental activism. However, such delays could affect project economics by incurring additional costs or delaying forecast production and revenues.

The Company does not currently face any environmental fines or charges and rates the risk of future fines or charges as low. However, accidents can occur; the unexpected nature of these events makes the timing and scope challenging to quantify with respect to financial impacts.

HEALTH & SAFETY RISKS

The oil and gas industry involves inherent health and safety risks, including harsh and remote environments, heavy equipment, hazardous materials, high temperatures and high-pressure equipment. Africa Oil is committed to operating in a safe and responsible manner, in alignment with the laws and regulations of the countries where we operate and international industry best practice. The Company maintains a Health & Safety policy, which is reviewed annually and outlines its commitments, including the governance processes and management systems used to ensure compliance with this policy. Where Africa Oil does not operate, the Company engages with its partners and operators on health and safety practices and monitors performance via quarterly ESG reporting.

These efforts can help to reduce but not fully eliminate the risks associated with oil and gas operations, including fire, explosion, blowouts, gas releases, ruptures and personnel accidents. Should they occur, each of these hazards could result in substantial personal injury to employees, contractors or other bystanders, as well as damage to oil and natural gas wells, production facilities and other property. In this case, the Company could be exposed to fines, penalties and other legal liabilities, as well as reputational damage, including loss of license to operate, and such damages may not be fully insurable.

HUMAN RIGHTS

The Company is committed to operating in a socially responsible and transparent manner and values the human rights of its workers, contractors and external stakeholders, including the local communities where it operates. The company complies with the applicable laws and regulations of the countries in which it operates, including local labor regulations, and additionally manages its activities according to international human rights standards as defined by the United Nations Guiding Principles on Business and Human Rights, the Universal Declaration of Human Rights and the International Labour Organization Fundamental Conventions, amongst others. Where national law and international human rights standards differ, the Company will follow the most stringent standard, and where they are in conflict, will adhere to national law, while seeking ways to respect international human rights to the greatest extent possible.

The Company maintains a Human Rights Policy outlining its human rights commitments and the measures taken to ensure human rights are respected and upheld across all business activities, whether operated or non-operated. These measures include preventative due diligence of contractors and business development opportunities, environmental and social impact assessments ahead of any new development and a grievance mechanism to encourage prompt reporting of any suspected violation.

Despite these measures, Africa Oil may inadvertently find itself complicit in human rights violations through the actions of contractors or suppliers, or government managed processes, such as security or resettlement. In this case, the Company could be exposed to immeasurable reputational damage and legal action, including loss of license to operate.

PRIME DIVIDENDS

The Company occasionally receives dividends from Prime related to the Company's 50% shareholding in Prime. However, a significant reduction, infrequent distributions, or no payment of Prime's dividends to the Company could have a material or adverse effect on the Company's business, and financial condition. Such results could occur due to, among other things, the following:

- Inability to achieve early licence renewal
- decline in the demand for oil and natural gas
- changes to the applicable tax and other laws and regulations in Nigeria
- Partner consensus
- an inability for Prime to hedge the production of future assets
- Prime's off-takers defaulting on forward sale agreements or banks defaulting on hedging agreements
- significant or extended declines in oil and natural gas prices
- capital or liquidity constraints experienced by Prime, including restrictions imposed by lenders
- accounting delays or adjustments for prior periods
- shortages of, or delays in obtaining skilled personnel or equipment, including drilling rigs
- delays in the sale or delivery of products
- title defects
- global health emergencies

RISK FACTORS - CONTINUED

A significant reduction or no payment of Prime's dividends to the Company could significantly reduce the amount of the Company's anticipated cash flow and could also expose the Company to financial risk.

PRICES, MARKETS AND MARKETING OF CRUDE OIL AND NATURAL GAS

Oil and natural gas are commodities whose prices are determined based on world demand, supply and other factors, all of which are beyond the control of the Company. World prices for oil and natural gas have fluctuated widely in recent years. Any material decline in prices could have an adverse effect on the Company's business and prospects. The Company may be required by Government authorities to limit production due to OPEC+ quotas from time to time. The conflict in Ukraine has impacted global markets and may continue to result in increased volatility in financial markets and commodity prices. The Company does not have a direct exposure to operations in Ukraine or Russia and does not have any business relationships with any sanctioned entities or people. The Company will continue to review all its engagements with new stakeholders to ensure this remains the case.

The Company may undertake hedging activities when efficient to do so, however, they may not fully mitigate, in whole or in part, the risk and effect of lower oil prices. The Company or its investee company's ability to market its oil and natural gas may depend upon its ability to acquire space on vessels or pipelines that deliver oil and natural gas to commercial markets. The Company could also be affected by deliverability uncertainties related to the proximity of its reserves to pipelines and processing and storage facilities and operational issues affecting such pipelines and facilities as well as government regulation relating to prices, taxes, royalties, land tenure, allowable production, the export of oil and natural gas and many other aspects of the oil and natural gas business.

LIQUIDITY AND CASH FLOW

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. Liquidity describes a company's ability to access cash. Companies operating in the upstream oil and gas industry require sufficient cash in order to fulfill their work commitments in accordance with contractual obligations, and to be able to potentially acquire strategic oil and gas assets and face potentially unexpected liabilities.

The Company will potentially issue debt or equity, extend its debt maturities and enter into farmout agreements to ensure it has sufficient available funds to meet current and foreseeable financial requirements. Concerns around climate change have resulted in some lenders and investors moving away from financing oil and gas activities, and the Company may find access to capital limited, more expensive or made contingent upon environmental performance standards.

The Company periodically receives dividends from Prime related to the Company's 50% shareholding in Prime, the amount and timing of which the Company does not control. However, a significant reduction, infrequent distributions, or no payment of Prime's dividends to the Company could significantly reduce the amount of the Company's anticipated cash flow and could also expose the Company to financial risk.

The Company actively monitors its liquidity to ensure that its cash flows and working capital are adequate to support these financial obligations and the Company's capital programs. The Company will also adjust the pace of its activities to manage its liquidity position. Notwithstanding any mitigation efforts, the Company remains exposed to erosion of its balance sheet and revenues and may have difficulty in securing necessary funding, which may lead to insufficient liquidity.

GOVERNMENT REGULATIONS AND TAX RISK

The Company may be adversely affected by changes to applicable laws to which it is subject, and its host Governments may implement new applicable laws, modify existing ones, or interpret them in a manner that is detrimental to the Company. Such changes to the applicable laws to which the Company is subject could, amongst other things, result in a windfall tax, an increase in existing tax rates or the imposition of new ones or the Company may be subject to tax assessments, all of which on their own or taken together could have a material adverse effect on the Company's business, financial condition, results of operations and prospects of the Company's oil and gas assets.

As has become customary in Nigeria since 2019, the 2023 annual budget for Nigeria has been accompanied by a proposed Finance Act that support the revenue needs indicated in the budget. In line with that, in late December 2022, both chambers of Nigeria's National Assembly passed the annual Finance Bill for 2023, which includes proposed changes to several different tax laws, including laws that can affect directly or indirectly the oil and gas industry. It is understood that the Finance Bill, which was passed on to the Presidential Office for its final ascension, has been returned to the National Assembly for further consultation and deliberation. Considering the recent Presidential and National Assembly elections and the transition to a new government, the timing for the final passage of the Finance Bill and its provisions, including changes that could be relevant to the oil and gas industry are uncertain. If there are adverse consequences to the oil and gas industry, this could cause delay to the conversion of OML 127 and early renewal of OML 130.

Nigeria's general election took place on February 25, 2023 to elect the President and Vice President and members of the Senate and House of Representatives.

INVESTMENTS IN ASSOCIATES AND INVESTMENTS IN JOINT VENTURES

The Company has invested in other frontier oil and gas exploration companies that are similar to it, and that face similar risks and uncertainties, which could have a material adverse effect on their businesses, prospects and results of operations. Such risks include, without limitation, equity risk, liquidity risk, commodity price risk, credit risk, currency risk, foreign investment risk, and changes in environmental regulations, economic, political or market conditions, or the regulatory environment in the countries in which they operate. The associates or joint ventures are entities in which the Company has influence but given its equal interest or minority interest, no or limited control over their decisions, including, without limitation, financial and operational policies, and has no or limited control over financial outcomes and performances. The Company's access to information is subject to the contractual provisions of shareholder agreements. The Company is reliant on the information provided by investments and may not have the ability to independently verify such information. If an associated company or jointly controlled entity in which the Company has invested fails, liquidates, or becomes bankrupt, it could face the potential risk of loss of some, or all, of its investments, and the Company may be unable to recover its initial investment amount, or any amount, from its various investments in other frontier oil and gas exploration companies.

RISKS INHERENT IN OIL AND GAS EXPLORATION, AND DEVELOPMENT, AND PRODUCTION

Oil and gas operations involve many risks, which, even with the combination of experience, knowledge, and careful evaluation may not be able to overcome. The long-term commercial success of Africa Oil depends on its ability to find, acquire, develop

RISK FACTORS - CONTINUED

and commercially produce oil and natural gas reserves. No assurance can be given that the Company will be able to locate satisfactory properties for acquisition or participation. Moreover, if such acquisitions or participations are identified, the Company may determine that current markets, terms of acquisition and participation or pricing conditions make such acquisitions or participations uneconomic. It is difficult to project the costs of implementing an exploratory, appraisal or development drilling program due to the inherent uncertainties of drilling in unknown formations, the costs associated with encountering various drilling conditions such as over pressured zones, tools lost in the hole, and changes in drilling plans and locations as a result of prior exploratory wells or additional seismic data and interpretations thereof. Without the continual addition of new reserves, any existing reserves associated with the Company's oil and gas assets at any particular time, and the production therefrom, could decline over time as such existing reserves are exploited. There is a risk that additional commercial quantities of oil and natural gas may not be discovered or acquired by the Company.

Africa Oil's business is subject to all the risks and hazards inherent in businesses involved in the exploration for, and the acquisition, development, production and marketing of, oil and natural gas, many of which cannot be overcome even with a combination of experience and knowledge and careful evaluation. The risks and hazards typically associated with oil and gas operations include fire, explosion, blowouts, sour gas releases, pipeline ruptures and oil spills, each of which could result in substantial damage to oil and natural gas wells, production facilities, other property, the environment or personal injury, and such damages may not be fully insurable.

Risks Associated with Discovering Hydrocarbons

While the Company has historically made discoveries, there is no certainty that expenditures made on future exploration or development activities by Africa Oil will result in discoveries of oil or natural gas in commercial quantities or that commercial quantities of oil and natural gas will be discovered, produced, or acquired by the Company. The portion of the Company's portfolio which include leads require additional data to fully define their potential and significant changes to the resource estimates will occur with the incorporation of additional data and information. There is no certainty that any discovered resources will be commercially viable to produce. There is no certainty that any portion of undiscovered resources will be discovered. If discovered, there is no certainty that it will be commercially viable to produce any portion of the resources.

Risks Associated with Reserves and Resource Volume Estimates

In the event of a discovery, basic reservoir parameters, such as porosity, net hydrocarbon pay thickness, fluid composition and water saturation, may vary from those assumed by the Company's independent third-party resource evaluator affecting the volume of hydrocarbon estimated to be present. Other factors such as the reservoir pressure, density and viscosity of the oil, solution gas/oil ratio, permeability, the presence or absence of water drive and the specific mineralogy of the reservoir rock will affect the volume of oil that can be recovered. Drill stem tests, or Well tests, are commonly based on flow periods of 1 to 5 days and build up periods of 1 to 3 days to aid in understanding reservoir performance. Well test results include uncertainty and are not necessarily indicative of long-term performance or of ultimate recovery.

Furthermore, there are many uncertainties inherent in estimating quantities of oil and natural gas reserves and resources (contingent and prospective) and the future cash flows attributed to such reserves and resources. The actual production, revenues, taxes and development and operating expenditures with respect to the reserves and resources associated with the Company's assets will vary from estimates thereof and such variations could be material. Estimates of reserves that may be developed and produced in the future are often based upon volumetric calculations and upon analogy to similar types of reserves rather than actual production history. There is uncertainty that it will be commercially viable to produce any portion of the contingent resources. Actual future net cash flows will be affected by other factors, such as actual production levels, supply and demand for oil and natural gas, curtailments or increases in consumption by oil and natural gas purchasers, changes in governmental regulation or taxation and the impact of inflation on costs.

Risks Associated to Production Guidance and Forecasting

Production guidance includes uncertainty around reservoir and well performance, reliability of production and process facilities, success of future drilling programs and execution of planned maintenance activities. Completion of future wells does not assure a profit on the investment or recovery of drilling, completion and operating costs. In addition, drilling hazards or environmental damage could greatly increase the cost of operations, and various field operating conditions may adversely affect the production from successful wells. These conditions include delays in obtaining governmental approvals or consents, shut-ins of connected wells resulting from extreme weather conditions, insufficient storage or transportation capacity or other geological and mechanical conditions. While structured maintenance plans, close well, facility and operational supervision can contribute to maximizing production rates over time, production delays and declines from field operating conditions cannot be eliminated and may adversely affect production guidance, revenue and cash flow levels to varying degrees.

Risks Relating to Infrastructure

Africa Oil is dependent on available and functioning infrastructure relating to the properties and licence blocks on which it operates, such roads, power and water supplies, pipelines and gathering systems, supply bases and associated services. If any infrastructure or systems failures occur or do not meet the requirements of Africa Oil, Africa Oil's operations may be significantly hampered. In Kenya, export infrastructure to enable other markets to be accessed has not yet been developed and is contingent on numerous factors including, but not limited to, sufficient reserves being discovered to reach a commercial threshold to justify the construction of export pipelines and agreement amongst various government agencies regulating the transportation and sale of oil and gas. Africa Oil is working with its joint venture partners and government authorities to evaluate the commercial potential and technical feasibility of discoveries made to date and potential future discoveries.

In Nigeria, gas export relies on the continued safe operations at the Nigeria LNG facility. Whilst the supply chain for offshore is dependent upon existing ports and onshore infrastructure. Several factors, such as social unrest onshore has the potential to disrupt both the gas processing facilities and the upstream supply chain which could have detrimental impacts on Prime's cashflow and subsequent dividend payments to Africa Oil.

Risks Associated to Availability of Equipment and Staff

Africa Oil's oil and natural gas exploration and development activities are dependent on the availability of drilling and related equipment and qualified staff in the particular areas where such activities are or will be conducted. For any operated drilling or seismic activities, the Company would rely on the availability of leased drilling rigs or seismic equipment used for its exploration and development activities. Shortages of such equipment or staff

RISK FACTORS - CONTINUED

may affect the availability of such equipment to the Company and may delay Africa Oil's exploration and development activities and result in lower production.

INTERNATIONAL OPERATIONS

Africa Oil participates in oil and gas projects located in emerging markets, primarily in Africa. Oil and gas exploration, development and production activities in these emerging markets are subject to significant political, economic, and other uncertainties that may adversely affect Africa Oil's operations. The Company could be adversely affected by changes in applicable laws and policies in the countries where Africa Oil has interests. Additional uncertainties include, but are not limited to, the risk of war, terrorism, expropriation, civil unrest, nationalization, renegotiation or nullification of existing or future concessions and contracts, the imposition of international sanctions, a change in crude oil or natural gas pricing policies, changes to taxation laws and policies, assessments and audits (including income tax) against the Company by regulatory authorities, difficulty or delays in obtaining necessary regulatory approvals, risks associated with potential future legal proceedings, and the imposition of currency controls.

These uncertainties, all of which are beyond Africa Oil's control, could have a material adverse effect on Africa Oil's business, prospects and results of operations. In addition, if legal disputes arise related to oil and gas concessions acquired by Africa Oil, the Company could be subject to the jurisdiction of courts other than those of Canada. The Company's recourse may be very limited in the event of a breach by a government or government authority of an agreement governing a concession in which Africa Oil acquires an interest. Africa Oil may require licenses or permits from various governmental authorities to carry out future exploration, development and production activities. There can be no assurance that the Company will be able to obtain all necessary licenses and permits when required.

DIFFERENT LEGAL SYSTEM AND LITIGATION

Africa Oil's oil production and exploration activities are in countries with legal systems that in various degrees differ from that of Canada. Rules, regulations and legal principles may differ in respect of matters of substantive law and of such matters as court procedure and enforcement. Almost all material production and exploration rights and related contracts of Africa Oil are subject to the national or local laws and jurisdiction of the respective countries in which the operations are carried out. This means that the Company's ability to exercise or enforce its rights and obligations may differ between different countries and also from what would have been the case if such rights and obligations were subject to Canadian law and jurisdiction.

Africa Oil's operations are, to a large extent, subject to various complex laws and regulations as well as detailed provisions in concessions, licenses and agreements that often involve several parties. If the Company was to become involved in legal disputes in order to defend or enforce any of its rights or obligations under such concessions, licenses, and agreements or otherwise, such disputes or related litigation could be costly, time consuming and the outcome would be highly uncertain. Even if the Company ultimately prevailed, such disputes and litigation may still have a substantially negative effect on Africa Oil's business, assets, financial conditions, and its operations.

ANTI-BRIBERY AND ANTI-CORRUPTION LAWS

The Company is subject to anti-bribery and anti-corruption laws, including the Corruption of Foreign Public Officials Act (Canada), and the Bribery Act 2010 (United Kingdom). Failure to comply with such laws could subject the Company to, among other things, reputational damage, civil or criminal penalties, other remedial measures and legal expenses which could adversely affect the Company's business, operational results, and financial condition. Weaknesses in the anti-corruption legal and judicial system of certain countries may undermine the Company's or a host government's capacity to effectively detect, prevent and sanction corruption. To mitigate this risk, the Company has implemented an anti-corruption compliance and onboarding program for anyone that does business with the Company, and an anti-corruption policy and associated training initiatives for its personnel and consultants. However, the Company cannot guarantee that its personnel, contractors, or business partners have not in the past or will not in the future engage in conduct undetected by the onboarding processes and procedures adopted by the Company, and it is possible that the Company, its personnel or contractors, could be subject to investigations or charges related to bribery or corruption as a result of actions of its personnel or contractors.

CREDIT FACILITIES

Africa Oil is party to a credit facility. The terms of the facility contain covenants and restrictions on the ability of the Company to, among other things, incur or lend additional debt, pay dividends and make restricted payments, and encumber its assets. The failure of the Company to comply with the covenants contained in the facility or to repay or refinance the facility by its maturity date could result in an event of default, which could, through acceleration of debt, enforcement of security or otherwise, materially and adversely affect the operating results and financial condition of the Company.

FINANCIAL STATEMENTS PREPARED ON A GOING CONCERN BASIS

Africa Oil's financial statements have been prepared on a going concern basis under which an entity is able to realize its assets and satisfy its liabilities in the ordinary course of business. Africa Oil's operations to date have been primarily financed by equity financing and the completion of working interest farmout agreements. Africa Oil's future operations may be dependent upon the identification and successful completion of additional equity or debt financing, the achievement of profitable operations or other transactions. There can be no assurances that the Company will be successful in completing additional financings, achieving profitability or completing future transactions. The consolidated financial statements do not give effect to any adjustments relating to the carrying values and classification of assets and liabilities that would be necessary should Africa Oil be unable to continue as a going concern.

SHARED OWNERSHIP AND DEPENDENCY ON PARTNERS

The Company's operations are primarily conducted together with one or more joint venture partners through contractual arrangements, including unincorporated associations. In such instances, the Company may be dependent on, or affected by, the due performance and financial strength of its partners. If a partner fails to perform or becomes insolvent, the Company may, among other things, risk losing rights or revenues or incur additional obligations or costs, experience delays, or be required to perform such obligations in place of its partners. The Company and its partners may also, from time to time, have different opinions on how to conduct certain operations or on what their respective rights and obligations are under a certain agreement. If a dispute were to arise with one or more partners relating to a project, such dispute may have material adverse effect on the Company's or investee company's operations relating to such project.

RISK FACTORS - CONTINUED

UNCERTAINTY OF TITLE

Although the Company conducts title reviews prior to acquiring an interest in a concession, such reviews do not guarantee or certify that an unforeseen defect in the chain of title will not arise that may call into question the Company's interest in the concession. Any uncertainty with respect to one or more of the Company's concession interests could have a material adverse effect on the Company's business, prospects and results of operations.

RISKS RELATING TO CONCESSIONS, LICENSES AND CONTRACTS

Africa Oil's operations are based on a relatively limited number of concession agreements, licenses and contracts. The rights and obligations under such concessions, licenses and contracts may be subject to interpretation and could also be affected by, among other things, matters outside the control of Africa Oil. In case of a dispute, it cannot be certain that the view of the Company would prevail or that the Company otherwise could effectively enforce its rights which, in turn, could have significantly negative effects on Africa Oil. Also, if the Company or any of its partners were found to have failed to comply with their obligations or liabilities under a concession, license or contract, including record-keeping, budgeting, and time scheduling requirements under production sharing contracts, the Company's or partner's rights under such concession, license or contract may be terminated or otherwise relinquished in whole or in part. The Company cannot guarantee that requirements are adequately met by its joint venture partners, which could bring an increased risk of impairment and reduced future cash flow.

RISKS RELATING TO PARTNER AUDITS AND COST-RECOVERY OIL (KENYA)

Under the terms of the Company's Block 10BA, Block 10BB, and Block 13T production sharing contracts, up to a stated maximum percentage of net available oil is available for cost-recovery by the respective joint venture partners for exploration, development, production, and decommissioning operations, as well as any other applicable costs and expenditures incurred directly or indirectly with such activities. Such costs may be subject to audits which could identify amounts claimed by the joint venture partners as being disallowed expenditures, which could negatively impact the joint ventures' ability to recover and develop projects, as planned. Such costs may also form the basis of consideration in historical and future farmout agreements. The Company cannot guarantee that record-keeping, accounting, budgeting, and time scheduling requirements are adequately met by its joint venture partners, which could bring an increased risk of impairment, claims from joint venture partners, and reduced future cash flow.

RELIANCE ON THIRD-PARTY INFRASTRUCTURE

The amount of oil and natural gas that the Company can produce, and sell is subject to accessibility, availability, proximity and capacity of gathering, processing and pipeline systems. The lack of availability of capacity in any of the gathering, processing and pipeline systems, and in particular the processing facilities could result in the Company's inability to realize the full economic potential of its production or in a reduction of the price offered for the Company's production. Any significant change in market factors or other conditions affecting these infrastructure systems and facilities, as well as any delays in constructing new infrastructure systems and facilities could harm the Company's business financial condition, results of operations, cash flows and future prospects.

RISKS ASSOCIATED WITH DISCOVERING OIL

While the Company has made discoveries, there is no certainty that any additional resources will be discovered. Once discovered, there is no certainty that the discovery will be commercially viable to produce any portion of the resources. The portion of the Company's portfolio which include leads require additional data to fully define their potential and significant changes to the resource estimates will occur with the incorporation of additional data and information.

RISKS ASSOCIATED WITH THE ESTIMATES

In the event of a discovery, basic reservoir parameters, such as porosity, net hydrocarbon pay thickness, fluid composition and water saturation, may vary from those assumed by the Company's independent third-party resource evaluator affecting the volume of hydrocarbon estimated to be present. Other factors such as the reservoir pressure, density and viscosity of the oil and solution gas/oil ratio will affect the volume of oil that can be recovered. Additional reservoir parameters such as permeability, the presence or absence of water drive and the specific mineralogy of the reservoir rock may affect the efficiency of the recovery process. Recovery of the resources may also be affected by well performance, reliability of production and process facilities, the availability and quality of source water for enhanced recovery processes and availability of fuel gas. There is no certainty that certain interests are not affected by ownership considerations that have not yet come to light.

WELL-FLOW TEST RESULTS

Drill stem tests are commonly based on flow periods of 1 to 5 days and build up periods of 1 to 3 days. Pressure transient analysis has not been carried out on all well tests and the results should therefore be considered as preliminary. Well test results are not necessarily indicative of long-term performance or of ultimate recovery.

SUBSTANTIAL CAPITAL REQUIREMENTS

Africa Oil expects to make substantial capital expenditures for exploration, development and production of oil and gas reserves in the future. The Company's ability to access the equity or debt markets may be affected by any prolonged market instability. The inability to access the equity or debt markets for sufficient capital, at acceptable terms and within required time frames, could have a material adverse effect on the Company's financial condition, results of operations and prospects.

To finance its future acquisition, exploration, development and operating costs, the Company may require financing from external sources, including from the issuance of new shares, issuance of debt or execution of working interest farm-out agreements. There can be no assurance that such financing will be available to the Company or, if available, that it will be offered on terms acceptable to the Company.

If additional financing is raised through the issuance of equity or convertible debt securities, control of the Company may change and the interests of shareholders in the net assets of the Company may be diluted. If unable to secure financing on acceptable terms, the Company may have to cancel or postpone certain of its planned exploration and development activities which may ultimately lead to the Company's inability to fulfil the minimum work obligations under the terms of its various PSAs. Availability of capital will also directly impact the Company's ability to take advantage of acquisition opportunities.

AVAILABILITY OF EQUIPMENT AND STAFF

Africa Oil's oil and natural gas exploration and development activities are dependent on the availability of drilling and related equipment and qualified staff in the particular areas where such activities are or will be conducted. For any operated drilling or seismic activities the Company would rely on the availability of leased drilling rigs or seismic equipment used for its exploration and development activities. Shortages of such equipment or staff may affect the availability of such equipment to the Company and may delay Africa Oil's exploration and development activities and result in lower production.

RELIANCE ON KEY PERSONNEL

The loss of the services of key personnel could have a material adverse effect on the Company's business, prospects and results of operations. Africa Oil has not obtained key person insurance in respect of the lives of any key personnel. In addition, competition for qualified personnel in the oil and gas industry is intense and there can be no assurance that the Company will be able to attract and retain the skilled personnel necessary for operation and development of its business. Success of the Company is largely dependent upon the performance of its management and key employees.

RESERVES AND RESOURCES VOLUMES

There are many uncertainties inherent in estimating quantities of oil and natural gas reserves and resources (contingent and prospective) and the future cash flows attributed to such reserves and resources. The actual production, revenues, taxes and development and operating expenditures with respect to the reserves and resources associated with the Company's assets will vary from estimates thereof and such variations could be material. Estimates of reserves that may be developed and produced in the future are often based upon volumetric calculations and upon analogy to similar types of reserves rather than actual production history. There is uncertainty that it will be commercially viable to produce any portion of the contingent resources. Actual future net cash flows will be affected by other factors, such as actual production levels, supply and demand for oil and natural gas, curtailments or increases in consumption by oil and natural gas purchasers, changes in governmental regulation or taxation and the impact of inflation on costs.

RISKS RELATING TO INFRASTRUCTURE

Africa Oil is dependent on available and functioning infrastructure relating to the properties on which it operates, such as roads, power and water supplies, pipelines and gathering systems. If any infrastructure or systems failures occur or do not meet the requirements of Africa Oil, Africa Oil's operations may be significantly hampered. In Kenya, export infrastructure to enable other markets to be accessed has not yet been developed and is contingent on numerous factors including, but not limited to, sufficient reserves being discovered to reach a commercial threshold to justify the construction of export pipelines and agreement amongst various government agencies regulating the transportation and sale of oil and gas. Africa Oil is working with its joint venture partners and government authorities to evaluate the commercial potential and technical feasibility of discoveries made to date and potential future discoveries.

In Nigeria, gas export relies on the continued safe operations at the Nigeria LNG facility. Whilst the supply chain for offshore is dependent upon existing ports and onshore infrastructure. Several factors, such as social unrest onshore has the potential to disrupt both the gas processing facilities and the upstream supply chain which could have detrimental impacts on Prime's cashflow and subsequent dividend payments to Africa Oil.

CURRENT GLOBAL FINANCIAL CONDITIONS

Global financial conditions have always been subject to volatility. These factors may impact the ability of the Company to obtain equity or debt financing in the future, and, if obtained, on terms favorable to the Company. Increased levels of volatility and market turmoil can adversely impact the Company's operations and the value, and the price of the common shares could be adversely affected.

FOREIGN CURRENCY EXCHANGE RATE RISK

The Company is exposed to changes in foreign exchange rates as expenses in international subsidiaries, oil and gas expenditures, or financial instruments may fluctuate due to changes in rates. The Company's exposure is partially offset by sourcing capital projects and expenditures in US dollars. The Company had no forward exchange contracts in place as at December 31, 2022.

CREDIT RISK

Credit risk is the risk of loss if counterparties do not fulfil their contractual obligations. Most of the Company's credit exposure relates to amounts due from its joint venture partners. The risk of the Company's joint venture partners defaulting on their obligations per their respective joint operating and farmout agreements is mitigated as there are contractual provisions allowing the Company to default joint venture partners who are non-performing and reacquire any previous farmed out working interests. The maximum exposure for the Company is equal to the sum of its cash, restricted cash, and accounts receivable. A portion of the Company's cash is held by banks in foreign jurisdictions where there could be increased exposure to credit risk.

CYBERSECURITY

The Company has become increasingly dependent upon the availability, capacity, reliability and security of its information technology (IT) infrastructure, and its ability to expand and continually update this infrastructure, to conduct daily operations. It depends on various IT systems to estimate resources and reserve quantities, process and record financial and operating data, analyse seismic and drilling information, and communicate with employees and third- party partners. The Company's IT systems are increasingly integrated in terms of geography, number of systems, and key resources supporting the delivery of IT systems. The performance of key suppliers is critical to ensure appropriate delivery of key services. Any failure to manage, expand and update the IT infrastructure, any failure in the extension or operation of this infrastructure, or any failure by key resources or service providers in the performance of their services could materially and adversely affect the Company's business. financial condition and results of operations.

The ability of the IT function to support the Company's business in the event of a disaster such as fire, flood or loss of any of the office locations and the ability to recover key systems from unexpected interruptions cannot be fully tested. There is a risk that, if such an event occurs, the Company's continuity plan may not be adequate to immediately address all repercussions of the disaster. In the event of a disaster affecting a data centre or key office location, key systems may be unavailable for several days, leading to inability to perform some business processes in a timely manner.

The Company applies technical and process controls and security measures in line with industry-accepted standards to protect information, assets and systems. However, these controls and measures on which the Company relies may not be adequate due to the increasing volume, sophistication and rapidly evolving nature of cyber threats. The Company's information technology and infrastructure, including process control systems, may be vulnerable to attached by malicious persons or entities or breached due to employee error, malfeasance or other disruptions, including natural disasters and acts of war. There is no assurance that the Company will not suffer losses associated with cyber-security attacks, breaches, access, disclosure or loss of information in the future and may be required to expend significant additional resources to investigate, mitigate and remediate any potential vulnerabilities or could result in legal claims or proceedings, liability under laws that protect the privacy of personal information, regulatory penalties, disruptions to the Company's operations, decreased performance and production, increased costs and damage to the Company's reputation or other negative consequences to the Company, which could have a material adverse effect on the Company's business, financial condition and results of operations.

CONFLICT OF INTERESTS

Certain directors of the Company are also directors or officers of other companies, including oil and gas companies, the interests of which may, in certain circumstances, come into conflict with those of the Company. If and when a conflict arises with respect to a particular transaction, the Company requires that its affected directors and officers must disclose the conflict, recuse themselves, and abstain from voting with respect to matters relating to the transaction. All conflicts of interest will be addressed in accordance with the provisions of the BC BCA and other applicable laws.

LIMITATION OF LEGAL REMEDIES

Securities legislation in certain of the provinces and territories of Canada provides purchasers with various rights and remedies when a reporting issuer's continuous disclosure contains a misrepresentation and ongoing rights to bring actions for civil liability for secondary market disclosure. Under the legislation, the directors would be liable for a misrepresentation. It may be difficult for investors to collect from the directors who are resident outside Canada on judgments obtained in courts in Canada predicated on the purchaser's statutory rights and on other civil liability provisions of Canadian securities legislation.

SELLING OFF OF SHARES

The market price for the Company's common shares may be volatile, and subject to some fluctuations. To the extent that any issued and outstanding common shares of the Company are sold into the market, there may be an oversupply of common shares and an undersupply of purchasers. If this occurs the market price for the common shares of the Company may decline significantly and investors may be unable to sell their common shares at a profit, or at all.

INDUSTRY REGULATORY RISK

Existing regulations in the oil industry, and changes to such regulations, may present regulatory and economic barriers to the purchase and use of certain products, which may significantly reduce the Company's revenues.

ACTIVIST SHAREHOLDERS

Publicly-traded companies are subject to demands from activist shareholders advocating for changes to corporate governance practices and corporate actions. There can be no assurances that activist shareholders will not publicly advocate for the Company to make certain governance changes or engage in certain corporate actions. Responding to challenges from activist shareholders could be costly and time consuming and could divert the attention and resources of the Company's management and Board, which could have an adverse effect on the Company's business and results of operations. Activist shareholders may attempt to acquire control of the Company to implement changes. If shareholder activists with differing objectives are elected to the Board, this could adversely affect the Company's business and future operations. Additionally, shareholder activism could create uncertainty about the Company's future strategic direction, resulting in loss of future business opportunities, which could adversely affect the Company's business, future operations, profitability, and the Company's ability to attract and retain qualified personnel.

DECOMMISSIONING

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

DIVIDENDS AND DISTRIBUTIONS

The Company's current dividend policy is comprised on a regular cash base dividend paid on a semi-annual basis and subject to declaration by the Company's Board of Directors. The declaration, timing, amount and payment of dividends remain at the discretion of the Company's Board of Directors.

The Company has been paying dividends to its shareholders since March 2022, commencing with the inaugural aggregate annual dividend of $0.05 per share (approximately $25.0 million), which was paid semi-annually during 2022.

AFRICA OIL'S SECURITIES

THE COMPANY'S SHARES

Africa Oil is authorized to issue an unlimited number of the Company's common shares without par value. As of December 31, 2022, the Company had 462,790,680 common shares issued and outstanding. As of the date of this AIF, the Company had 460,047,797 common shares issued and outstanding as fully paid and non-assessable.

Each shareholder is entitled to receive notice of and to attend at all meetings of Africa Oil's shareholders. In addition, each share entitles the holder to one vote, either in person or by proxy, on any resolution to be passed at such shareholders' meeting. The holders of common shares are also entitled to dividends if, as and when declared by the Board of Directors of the Company. Upon the liquidation, dissolution or winding up of the Company, the holders of the common shares are entitled to receive the remaining assets of the Company available for distribution to the shareholders.

PRICE RANGE AND TRADING VOLUME

The Company's primary listing of its common shares is on the TSX and is traded under stock symbol "AOI". The following table sets out the price ranges and volume traded of Africa Oil's common shares on the TSX, for the year ended December 31, 2022:

Month	High (CAD$)	Low (CAD$)	Volume
January	2.08	1.76	34,026,368
February	2.94	2.03	33,031,306
March	2.70	2.10	89,692,940
April	2.75	2.00	33,597,309
May	2.87	2.37	18,844,774
June	2.79	2.03	23,080,907
July	2.40	1.93	11,410,100
August	2.75	2.28	19,653,769
September	2.73	2.28	28,084,701
October	3.44	2.66	44,497,671
November	3.46	2.75	36,506,269
December	2.93	2.37	44,446,661

The Company is also listed on Nasdaq Stockholm and is traded under the stock symbol "AOI". The following table sets out the price ranges and volume traded of Africa Oil's common shares on Nasdaq Stockholm, for the year ended December 31, 2022:

Month	High (SEK)	Low (SEK)	Volume
January	15.00	12.76	36,267,810
February	20.94	14.71	72,034,858
March	20.10	15.81	118,776,642
April	21.46	15.61	73,163,698
May	22.00	18.41	59,285,354
June	21.90	16.08	43,515,844
July	19.14	15.67	33,284,040
August	22.16	18.15	48,656,953
September	22.02	18.25	42,273,395
October	27.48	21.28	53,981,488
November	27.84	21.42	50,218,630
December	22.62	17.85	41,958,619

PRIOR SALES

Stock Options

The Company ceased awarding stock options in 2021 and did not issue any stock options in 2022.

Share Units

The table below summarizes the share units that were issued by the Company in 2022:

Date of Issuance	Restricted Share Units(1)	Performance Share Units(2)
March 16, 2022	340,700	1,915,200
May 4, 2022	Nil	5,300
October 10, 2022	Nil	42,800

1. During 2022 an aggregate additional 9,340 RSUs were issued as dividend credits.
2. During 2022 an aggregate additional 52,574 PSUs were issued as dividend credits.

DIRECTORS AND OFFICERS

THE DIRECTORS

The table below states the name, province or state and country of residence of each director of Africa Oil, their respective principal occupations during the five preceding years, and the period during which each director has served as a director of the Company.

Director Name, Province/State, Country	**Principal Occupation** Past Five Years	**Director** Since [1]
Andrew Bartlett [2][5][7][9][11] London,United Kingdom	Oil and Gas Advisor with Helios investment Partners since 2011	2015
John H. Craig[3][7] Ontario, Canada	Chairman of the Board of Directors of the Company since 2016; Counsel to Cassels Brock & Blackwell LLP since 2017	2009
Ian Gibbs British Columbia, Canada	Chief Financial Officer of Josemaria Resources Inc. since 2019; Chief Financial Officer of the Company until 2019	2019
Gary S. Guidry [3][4][10] Alberta, Canada	President, CEO, and director of Gran Tierra Energy Inc.	2008
Keith C. Hill [11] Florida, USA	President and Chief Executive Officer of the Company since 2009	2006
Erin Johnston [7][8] British Columbia, Canada	Managing Director of Lundin Foundation since 2016.	2019
Kimberley Wood [5][6][9] London,United Kingdom	Energy Lawyer: Senior Consultant to Norton Rose Fulbright LLP since 2018; Partner at Norton Rose Fulbright LLP from 2015- 2018	2018

1. The term of office of each of the directors will expire at the 2022 annual general meeting of the Company's shareholders.
2. Audit Committee Chair
3. Audit Committee Member
4. Compensation Committee Chair
5. Compensation Committee Member
6. Corporate Governance and Nominating Committee Chair
7. Corporate Governance and Nominating Committee Member
8. Environmental Social Governance and Health and Safety Committee Chair
9. Environmental Social Governance and Health and Safety Committee Member
10. Reserves Committee Chair
11. Reserves Committee Member

THE EXECUTIVE OFFICERS

The table below states the name, province or state and country of residence of each of the executive officers of the Africa Oil, their respective positions and offices held with the Company, and their principal occupations during the five preceding years.

Mr. Keith Hill, the Company's President and Chief Executive Officer is discussed above under 'The Directors'.

Executive Officer's Name, Province/State, Country	**Position with Africa Oil and Principal Occupations** Past Five Years
Pascal Nicodeme London, United Kingdom	Chief Financial Officer since 2019; Chief Financial Officer and Interim CEO of New Age (African Global Energy) Ltd. from 2015 until 2019
Dr. Paul Martinez London, United Kingdom	Vice President, Exploration since 2011
Craig Knight London, United Kingdom	Chief Operating Officer since October 2022, Vice President, Production until 2022; Production Director at Spirit Energy from 2018 to 2021; Production Optimisation Manager at Maersk Oil UK from 2017 to 2018
Tim Thomas Alberta, Canada	Chief Operating Officer until 2022
Amy Bowe London, United Kingdom	Vice President, ESG since 2021; Head of Carbon Research at Wood Mackenzie until 2021; Director, Upstream consulting, at Wood Mackenzie from 2016 until 2019

DIRECTORS AND OFFICERS - CONTINUED

SECURITY HOLDINGS

As of the date of this AIF, the directors and executive officers of the Company, as a group, beneficially own, or control or direct, directly or indirectly 6,250,712 common shares, representing approximately 1.36% of the issued and outstanding common shares of the Company. This security holding information was obtained from publicly disclosed information and has not been independently verified by the Company.

CEASE TRADE ORDERS, BANKRUPTCIES, PENALTIES OR SANCTIONS

Other than as disclosed below:

Corporate

a. No director or executive officer of the Company is, as at the date of the AIF, or has within the ten (10) years before the date of the AIF, been a director, chief executive officer, or chief financial officer of any company (including Africa Oil) that:

   i. Was the subject of a cease trade or an order similar to a cease trade order, or an order that denied the relevant company access to any exemption under securities legislation that was in effect for a period of more than thirty (30) consecutive days that was issued (A) while that individual was acting in such capacity; or (B) after that individual ceased to act in that capacity and which resulted from an event that occurred while that person was acting in such capacity; or

   ii. Became bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency or was subject to or instituted any proceedings, arrangement or comprise with creditors or had a receiver, receiver- manager or trustee appointed to hold its assets (A) while that person was acting in such capacity, or (B) within a year of that person ceasing to act in that capacity; or

Personal

a. No director or executive officer of the Company has, within the ten (10) years before the date of the AIF, become bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency, or become subject to or instituted any proceedings, arrangement or compromise with creditors, or had a receiver, receiver manager or trustee appointed to hold that person's assets; or

b. No director, executive officer, or shareholder holding a sufficient number of securities of the Company to affect materially the control of the Company is, or has been the subject of any penalties or sanctions (A) imposed by a court relating to securities legislation or by a securities regulatory authority or has entered into a settlement agreement with a Canadian securities regulatory authority, or (B) imposed by a court or regulatory body that would be likely to be considered important to a reasonable investor in making an investment decision.

Mr. John Craig was a director of Sirocco Mining Inc. until November 2013. Sirocco Mining Inc. was financially solvent at the time of Mr. Craig's resignation. In October 2014, RB Energy Inc., a successor company to Sirocco Mining Inc. commenced proceedings under the Companies' Creditors Arrangement Act and an order for creditor protection was issued by the Quebec Superior Court on October 14, 2014. The TSX de-listed RB Energy Inc.'s common shares on November 24, 2014, for failure to meet the continued listing requirements of the TSX. Mr. Craig was never a director, officer or insider of RB Energy Inc. He was, however, a director of Sirocco Mining Inc. within the 12-month period prior to RB Energy Inc. filing under the CCAA.

CONFLICTS OF INTEREST

The Company's, or its subsidiaries', directors and officers may serve as directors or officers of other companies or have significant shareholdings in other resource companies and, to the extent that such other companies may participate in ventures in which the Company may participate, the directors of the Company may have a conflict of interest in negotiating and concluding terms respecting the extent of such participation. If such a conflict of interest arises at a meeting of the Company's directors, a director who has such a conflict shall abstain from voting for or against the approval of such participation, or the terms of such participation. From time to time, several companies may participate in the acquisition, exploration and development of natural resource properties, thereby allowing for their participation in larger programs, the involvement in a greater number of programs or a reduction in financial exposure in respect of any one program. It may also occur that a particular company shall assign all or a portion of its interest in a particular program to another of these companies due to the financial position of the company making the assignment. In accordance with the laws of Canada, the directors of the Company are required to act honestly, in good faith and in the best interests of the Company. In determining whether or not the Company shall participate in a particular program and the interest therein to be acquired by it, the directors shall primarily consider the degree of risk to which the Company may be exposed and the financial position at that time. Other than as disclosed above, the directors and officers of the Company are not aware of any such conflicts of interest in any existing or contemplated contracts with or transactions involving the Company.

AUDIT COMMITTEE

OVERVIEW

The Audit Committee oversees the accounting and financial reporting processes of the Company and its subsidiaries and all audits and external reviews of the financial statements of the Company on behalf of the Board, and has general responsibility for oversight of internal controls, accounting and auditing activities of the Company and its subsidiaries. All auditing services and non-audit services to be provided to the Company by the Company's auditors are pre-approved by the Audit Committee. The Committee is responsible for examining all financial information, including annual and quarterly financial statements, prepared for securities commissions and similar regulatory bodies prior to filing or delivery of the same. The Audit Committee also oversees the annual audit process, quarterly review engagements, the Company's internal accounting controls, the Code of Business Conduct and Ethics, any complaints and concerns regarding accounting, internal controls or auditing matters and the resolution of issues identified by the Company's external auditors. The Audit Committee recommends to the Board the firm of independent auditors to be nominated for appointment by the shareholders and the compensation of the auditors. The Audit Committee meets a minimum of four times per year. The Audit Committee's Charter is attached as Schedule "D" to this AIF.

AUDIT COMMITTEE MEMBERS

The Audit Committee is comprised of Mr. Andrew Bartlett (Chair), Mr. Gary Guidry, and Mr. John Craig. All present members are considered 'independent' within the meaning of NI 52-110 because they do not have any direct or indirect 'material relationship' with the Company. A material relationship is a relationship, which could, in the view of the Company's Board, reasonably interfere with the exercise of a member's independent judgment.

Each current member is also considered 'financially literate' within the meaning of NI 52-110. They have extensive experience with financial statements, accounting issues, understanding internal controls and procedures for financial reporting and other related matters relating to public resource-based companies. The education and experience of each Audit Committee member that is relevant to the performance of his responsibilities as a member of the Audit Committee are as follows:

Andrew Bartlett (Chair)

Mr. Bartlett has over 39 years of experience in the Oil and Gas Industry, 21 of those with Shell. An experienced former investment banker based in London, Andrew was both the Global Head of Oil and Gas Project Finance and Global Head of Oil and Gas Mergers and Acquisitions at Standard Chartered Bank until July 2011 when he started advising Helios, an African Private Equity Partnership. He is currently a board member and heads the Audit Committees at Energean Oil & Gas plc and Impact Oil & Gas Ltd. He is also a director of Bartlett Energy Advisers. Mr. Bartlett has CEO experience overseeing such functions as senior executive officers.

Gary S. Guidry

Mr. Guidry is an Alberta registered P. Eng. and holds a B.Sc. in petroleum engineering from Texas A & M University. Mr. Guidry has attained financial experience and exposure to accounting and financial issues in his previous experience as CEO and director with a number of publicly-traded companies, including Gran Tierra Energy Inc., Glencore E&P (Canada) Inc. (formerly Caracal Energy Inc.), Griffiths Energy International Inc., Orion Oil & Gas Corporation, Tanganyika Oil Company Ltd., Calpine Natural Gas Trust and Alberta Energy Company. Mr. Guidry has CEO experience overseeing such functions as senior executive officers.

John Craig

Mr. Craig is the Chairman of the Board and has been since 2016. He is also Counsel to Cassels Brock & Blackwell LLP. He was a practicing lawyer and partner of Cassels Brock & Blackwell LLP until 2016 in the area of securities law with a focus on capital raising and mergers and acquisitions in the resource sector. Mr. Craig has also been involved in the negotiation of mining and oil and gas agreements in a variety of countries. Mr. Craig holds a Bachelor of Arts (Economics) and Bachelor of Laws from the University of Western Ontario, Canada and has served on the boards of several companies with assets located throughout Africa.

AUDIT COMMITTEE OVERSIGHT

Since the commencement of the Company's most recently completed financial year, there has not been a recommendation of the Audit Committee to nominate or compensate an external auditor that was not adopted by the board of directors.

RELIANCE ON CERTAIN EXEMPTIONS

Since the commencement of the Company's recently completed financial year, the Company has not relied on the exemptions contained in section 2.4 (De Minimis Non-audit Services), section 3.2 (Initial Public Offerings), section 3.4 (Events Outside Control of Member), section 3.5 (Death, Disability or Resignation of Audit Committee Member) or an exemption from NI 52-110, in whole or in part, granted under Part 8 (Exemptions) of NI 52-110.

PRE-APPROVAL POLICIES AND PROCEDURES

The Audit Committee has adopted specific policies and procedures for the engagement of non-audit services as described in the Audit Committee Charter attached as Schedule "F" to this AIF.

AUDIT COMMITTEE - CONTINUED

EXTERNAL AUDITOR SERVICE FEES (BY CATEGORY)

The following table discloses the fees billed to the Company by its external auditor during the last two fiscal years:

Financial Year Ending	Audit Fees (CAD$) (1)	Audit Related Fees (CAD$) (2)	Tax Fees (CAD$) (3)	All Other Fees (CAD$) (4)
December 31, 2022	324,900	95,436	124,570	5,350
December 31, 2021	352,479	78,711	114,580	Nil

1. Aggregate billed for audit services.
2. Aggregate billed for assurance and related services that are reasonably related to the performance of the audit or review of the Company's financial statements and that are not disclosed in (1). Includes the review of the Company's interim consolidated financial statements and specified audit procedures not included as part of the audit of the consolidated financial statements.
3. Aggregate billed for tax compliance, tax advice, and tax planning, including the preparation of the Company's tax return.
4. Aggregate billed other than the services reported under (1)(2), and (3) above.

LEGAL PROCEEDINGS AND REGULATORY ACTIONS

LEGAL PROCEEDINGS

Neither the Company nor its material subsidiaries and material properties are currently subject to any material legal proceedings or regulatory actions, except for those set out below.

The Company has, since 2010, been a party to five separate court proceedings in Kenya. Each of the court proceedings were initiated by Interstate Petroleum Ltd., and certain parties related to Interstate Petroleum Ltd., as applicants. In May 2019, the two most recent pending applications made against the Company by Interstate Petroleum Ltd., and its related parties were dismissed by the High Court of Kenya in Kitale. At the May 2019 hearings in respect of these applications, the Court also directed Interstate Petroleum Ltd., to not make any further applications in respect of the winding-up proceedings initiated against Interstate Petroleum Ltd., by the Company . Interstate Petroleum Ltd. subsequently filed a Notice of Appeal dated November 2019 challenging the dismissal but never pursued the intended appeal, which is now time-barred. In October 2022 Interstate Petroleum Ltd. filed an application seeking to set aside all rulings requiring Interstate Petroleum Ltd. to first seek leave of Court before filing any other application in the matter.

In addition, the Kenyan Branch of Africa Oil Kenya B.V., the Company's wholly owned subsidiary, has been assessed corporate income tax and value added tax by the Kenya Revenue Authority relating to farmout transactions completed during the period 2012 to 2017.

The Company's Kenyan Branch of its wholly owned subsidiary, AOKBV, has been assessed for CIT and VAT by the KRA relating to farmout transactions completed during the period 2012 to 2017.

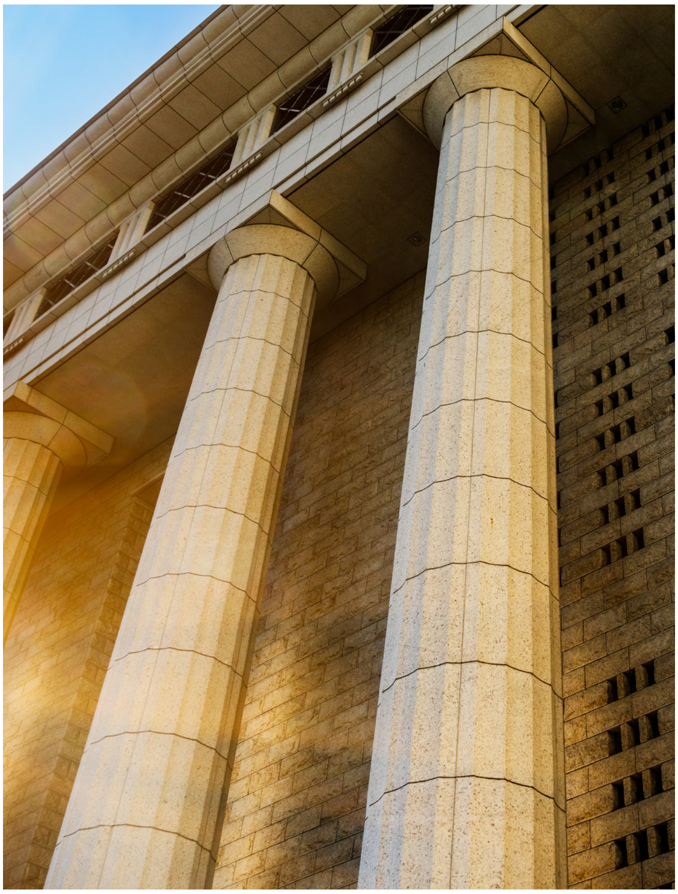
On April 8, 2020, the Company announced that Kenya Tax Appeals Tribunal ruled in favour of AOKBV with regards to the CIT assessments and in favour of the KRA with regards to the VAT assessments. Subsequently, Africa Oil filed an appeal with the High Court of Kenya to challenge the VAT decision and the KRA filed an appeal in relation to the CIT decision.

On 30 November 2022, the High Court of Kenya announced its decisions on AOKBV's and the KRA's tax appeal. AOKBV's appeal with regard to the VAT assessment was partly successful and the High Court concluded that AOKBV owes VAT in an amount of Kenyan Shillings 2,293,334,065 (approximately US$ 18.7 million). The KRA's appeal with regard to the CIT decision was also partly successful and the High Court concluded that the KRA was correct to disallow certain costs claimed by AOKBV; however, it is not expected to have a material cashflow impact to the Company.

AOKBV maintains its position that the VAT assessment is without merit and has duly filed a Notice of Appeal with Kenya's Court of Appeal to challenge the position. The KRA has filed a Notice of Appeal regarding the CIT assessment. There is uncertainty as to the final outcome of the ongoing court case and therefore, the final outcome is indeterminable at this time. Although AOKBV is taking legal advice on the options available to it in view of this decision, including the option to appeal, a liability has been recognized as at December 31, 2022 as a result of the High Court ruling.

REGULATORY ACTIONS

No penalties or sanctions were imposed by a court relating to securities legislation or by a securities regulatory authority during the Company's recently completed financial year, nor were there any other penalties or sanctions imposed by a court or regulatory body against the Company that would likely be considered important to a reasonable investor in making an investment decision, nor were any settlement agreements entered into before a court relating to securities legislation or with a securities regulatory authority during the Company's recently completed financial year.



INTEREST OF MANAGEMENT AND **OTHERS IN MATERIAL TRANSACTIONS**

No director or executive director of the Company, or person or company that beneficially owns, directly or indirectly, or exercises control or direction over, more than 10% of the Company's common shares, nor any associate or affiliate of any such person, has any material interest, direct or indirect, in any transaction within the three most recently completed financial years of the Company, or during the current financial year, that has materially affected or will materially affect the Company.

NAMES AND **INTERESTS OF EXPERTS**

This AIF contains references to estimates of reserves, contingent resources, prospective resources and estimates of future net revenue attributed to the Company's oil and gas assets.

Estimates of reserves, contingent resources, and estimates of future net revenue in respect of the Company's oil and gas interests in Nigeria are effective as of December 31, 2022, and are included in the report prepared by RISC (UK) Limited, an independent qualified reserves evaluator, in accordance with National Instrument 51-101 – Standards of Disclosure for Oil and Gas Activities (NI 51-101) and the Canadian Oil and Gas Evaluation Handbook (the COGE Handbook) and using Africa Oil's Brent crude January 1, 2022 price forecasts, which has been approved for use by RISC (UK) Limited.

RISC (UK) Limited, nor any directors, officers, employees or consultants of RISC (UK) Limited, beneficially owns, directly or indirectly, any of the outstanding common shares of the Company. RISC (UK) Limited does not have any economic or beneficial interest in the Company or in any of its assets, nor is RISC (UK) Limited remunerated by way of a fee that is linked to the value of the Company.

In addition, none of the aforementioned persons or companies, nor any director, officer or employee of any of the aforementioned persons or companies, is or is expected to be elected, appointed or employed as a director, officer or employee of Africa Oil or any associate or affiliate of Africa Oil.

PricewaterhouseCoopers LLP, the Company's auditors, are independent in accordance with the auditor's rules of professional conduct in Canada.

ADDITIONAL **INFORMATION**

Additional information, including directors' and officers' remuneration and indebtedness, principal holders of the Company's securities, and options to purchase securities, where applicable, is contained in the Company's information circular for its most recent annual meeting of security holders that involved the election of directors.

Additional financial information is provided in the Company's audited consolidated financial statements and the MD&A as at and for the year ended December 31, 2022.

SCHEDULE A:
FORM NI-51-101F1

Africa Oil Corp.
(the "Reporting Issuer" or the "Company")

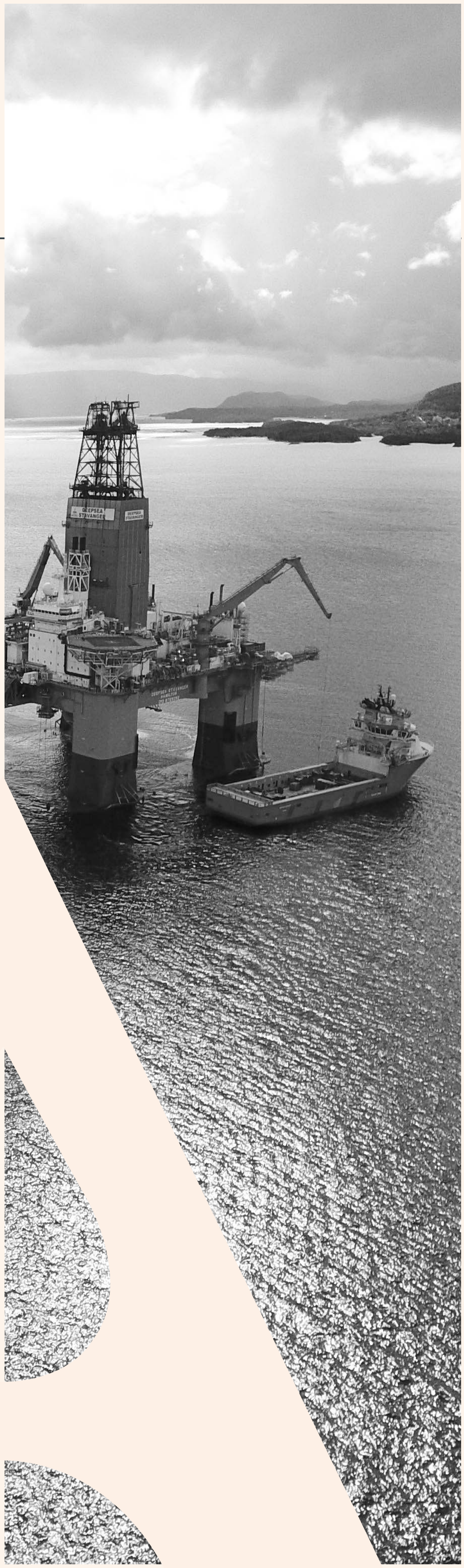
Statement of Reserves Data and Other Oil and Gas Information

For fiscal year ended December 31, 2022

This is the form referred to in item 1 of National Instrument 51-101 Standards of Disclosure for Oil and Gas Activities ("NI 51-101").

Terms for which a meaning is given in NI 51-101 have the same meaning in this Form 51-101F1.

Table of Contents



SCHEDULE A: FORM NI-51-101F1 - CONTINUED

PART 1. DATE OF STATEMENT

Item 1.1 Relevant Dates

This Statement of Reserves Data and Other Oil and Gas Information (the "Statement") of Africa Oil Corporation ("AOC" or the "Corporation") is dated 27 February 2023. The preparation date of this document is February 27, 2023 and the effective date of the information provided in this Statement is 31 December 2022.

PART 2. DISCLOSURE OF RESERVES DATA

RISC (UK) Ltd ("RISC") prepared a report dated 14 February 2023 (the "RISC report"), in which it evaluated at year-end 2022, the oil and natural gas Reserves attributable to Prime Oil & Gas Coöperatief U.A. ("Prime"). Africa Oil Corp ("AOC") holds a 50% shareholding interest in Prime. For the purposes of this Statement, the disclosed Reserves and other information pertain to 50% of Prime's interests in Oil Mining Lease ("OML") 127 and OML 130, offshore Nigeria.

Prime holds an 8% Working Interest in OML 127 and a 16% Working Interest in OML 130. Reserves and Contingent Resources disclosed for OML 127 and OML 130 pertain to 50% of Prime's interest in OML 127.

OML 127 contains the producing Agbami field. OML 130 contains the producing Akpo and Egina fields and the planned Preowei development.

The contents of the RISC report and RISC's estimates of Reserves are based on data provided to RISC by AOC or released to RISC by Prime. RISC has accepted, without independent verification, the accuracy and completeness of these data. All information provided to RISC was as at year-end 2022 and, accordingly, some of this information may not be representative of current conditions.

Standard geological and engineering techniques accepted by the petroleum industry were used in estimating Resources. These techniques rely on engineering and geo-scientific interpretation and judgement; hence the Resources included in this Statement are estimates only and should not be construed to be exact quantities. It should be recognised that such estimates of Reserves may increase or decrease in future if there are changes to the technical interpretation, economic criteria or regulatory requirements. In assessing Undeveloped Reserves, RISC makes judgements related to the success of future operations and delivery of projects in accordance with the operator's current plans and RISC's opinion of likely plans. The classification of Undeveloped Reserves further relies upon RISC's opinion of the firm intent of the joint venture partnership to proceed with projects. It is possible that plans may change in the future.

RISC estimated the Net Present Value (NPV) of future revenue of Prime's properties before and after taxes, at various discount rates. Assumptions and qualifications relating to costs, prices for future production and other matters are summarized in the notes to the tables. It should not be assumed that the estimated future net revenue represents the fair market value of the Reserves. There is no assurance that the escalating price and cost assumptions will be realised. The Reserves and revenue estimates set forth in this report are estimates only and the actual Reserves and revenue may be greater or less than those calculated.

All currency amounts in this Statement are United States dollars ("USD", "$") unless otherwise indicated.

The Agbami Gas Project has been reclassified from Reserves to Contingent Resources.

The operators are also evaluating options to drill additional infill wells on these fields, blow down a gas reservoir, develop additional horizons and develop undeveloped discoveries. These are classified as Contingent Resources. All of the Contingent Resources are included in the Appendix to this statement.

SCHEDULE A: FORM NI-51-101F1 - CONTINUED

Item 2.1 Reserves Data (Forecast Prices and Costs)

The following table discloses, in the aggregate, AOC's gross and net proved, probable and possible Reserves, estimated using forecast prices and costs, by product type, assessed at 31 December 2022. "Forecast prices and costs" means future prices and costs used by RISC in the RISC Report. The fields are produced under Production Sharing Agreements (PSAs) and Production Sharing Contracts (PSCs). The Gross Reserves are calculated as the total project sales volumes multiplied by the working interests in the PSAs. The Net Oil Reserves are calculated using the economic interest booking methodology and include cost recovery oil, tax oil and profit oil as set out in the terms of the production sharing agreement. The disclosed volumes relate to 50% of Prime's interests, as AOC holds a 50% shareholding interest in Prime.

Summary of Oil and Gas Reserves (Forecast Prices and Costs)

	Light and Medium Oil		Natural Gas		Natural Gas Liquids	
Reserve Category	**Gross (MMstb)**	**Net (MMstb)**	**Gross (BCF)**	**Net (BCF)**	**Gross (MMstb)**	**Net (MMstb)**
Proved						
Developed Producing	17.9	22.9	19.6	19.6	-	-
Developed Non- Producing	-	-	-	-	-	-
Undeveloped	11.3	13.0	13.2	13.2	-	-
Total Proved	29.1	35.8	32.9	32.9	-	-
Probable	18.3	19.9	16.5	16.5	-	-
Total Proved plus Probable	47.4	55.7	49.4	49.4	-	-
Possible	19.2	19.5	41.9	41.9	-	-
Total Proved plus Probable plus Possible	66.6	75.2	91.3	91.3	-	-

Notes:

1. Figures in table may not add precisely due to rounding.
2. Units are MMstb (million stock tank barrels) and Bscf (billion cubic feet).
3. Gross Company Reserves are the total project sales volumes multiplied by 50% of Prime's working interest.
4. Net oil Reserves are AOC's share of Prime's net entitlement calculated using economic limit testing.
5. Gross and net Reserves for sales gas are equal as the gas terms are set out in the Gas Sales and Purchase Agreement, rather than the PSA, and the net Reserves are based on AOC's working interest.

The following table discloses, in aggregate, the Net Present Value of the future net revenue attributable to the Reserves categories in the preceding table. These have been estimated using forecast prices and costs, before and after deducting future income tax expenses, and calculated at discount rates of 0 percent, 5 percent, 10 percent, 15 percent and 20 percent.

Summary of Net Present Values of Future Net Revenue Forecast Prices and Costs ($ million)

	Before Income Taxes Discounted at (%/Year)					After Income Taxes Discounted at (%/Year)					Before Tax Net Value
Reserve Category	**0**	**5**	**10**	**15**	**20**	**0**	**5**	**10**	**15**	**20**	**10%/yr ($/Boe)**
Proved											
Developed Producing	839	758	695	645	603	538	489	449	417	390	26.6
Developed Non- Producing	-	-	-	-	-	-	-	-	-	-	-
Undeveloped	645	467	347	264	204	503	360	264	198	151	22.9
Total Proved	1,484	1,225	1,043	909	807	1,041	849	714	615	541	25.2
Probable	1,348	964	724	565	456	977	694	518	402	322	32.0
Total Proved plus Probable	2,832	2,189	1,767	1,474	1,263	2,018	1,543	1,232	1,017	863	27.6
Possible	1,663	1,108	795	603	478	1,177	781	559	423	335	30.0
Total Proved plus Probable plus Possible	4,496	3,297	2,561	2,077	1,741	3,195	2,324	1,790	1,440	1,198	28.3

Notes:

1. Figures in table may not add precisely due to rounding.
2. Units are US$ million.
3. Unit values are based on net reserve volumes Barrel of Oil Equivalent (BOE): 6 Mcf = 1 BOE. BOEs may be misleading particularly if used in isolation. A BOE conversion ratio of 6 Mcf:1 BOE is based on an energy equivalency conversion method primarily applicable at the burner tip and does not represent a value equivalency at the wellhead.

SCHEDULE A: FORM NI-51-101F1 - CONTINUED

The following table discloses, in the aggregate, certain elements of the future net revenue attributable to the total Proved Reserves, the total Proved plus Possible Reserves, and the Proved plus Probable plus Possible Reserves, estimated using forecast prices and costs, and calculated without discount.

Total Future Net Revenue (Undiscounted) Forecast Prices and Costs (US$ millions)

Reserves Category	Revenue	Royalties	Operating Costs	Development Costs	Abandonment/ Reclamation Costs	Future Net Revenue Before Income Taxes	Income Taxes	Future Net Revenue After Income Taxes
Proved	3,202	176	875	416	250	1,484	443	1,041
Proved plus Probable	5,230	325	1,302	503	267	2,832	814	2,018
Proved plus Probable plus Possible	7,297	493	1,514	521	273	4,496	1,300	3,195

Notes:

1. Units are US$ million.

The following table discloses, by production group, the net present value of the future net revenue attributable to the Proved Reserves, Proved plus Probable Reserves, and Proved plus Probable plus Possible Reserves before deducting future income tax expenses, estimated using forecast prices and costs, and calculated using a 10 percent discount rate.

Net Present Value of Future Net Revenue by Production Group Forecast Prices and Costs

Reserves Category	Production Group	Future Net Revenue Before Income Taxes (Discounted at 10%/ Year) ($ million)	Unit Value Before Income Taxes (Discounted at 10%/Year) ($/Boe)
Proved	Light and Medium Crude Oil (including solution gas and associated by- products)	1,043	25.2
Proved plus Probable	Light and Medium Crude Oil (including solution gas and associated by- products)	1,767	27.6
Proved plus Probable plus Possible	Light and Medium Crude Oil (including solution gas and associated by- products)	2,561	28.3

Notes:

1. Units are US$ million.
2. Unit values are based on net reserve volumes Barrel of Oil Equivalent (BOE): 6 Mcf = 1 BOE. BOEs may be misleading particularly if used in isolation. A BOE conversion ratio of 6 Mcf:1 BOE is based on an energy equivalency conversion method primarily applicable at the burner tip and does not represent a value equivalency at the wellhead.

SCHEDULE A: FORM NI-51-101F1 - CONTINUED

A SUMMARY OF CONTINGENT RESOURCES AS OF DECEMBER 31, 2022, HAS BEEN INCLUDED IN THE APPENDIX AT THE END OF THIS DOCUMENT.

PART 3. PRICING ASSUMPTIONS

Item 3.1 Constant Prices Used in Supplementary Estimates

Not relevant.

Item 3.2 Forecast Prices Used in Estimates

RISC's price forecast used in preparing the Reserves data are provided in the table below, at the effective date of this statement (31 December 2022). Oil prices are based on Brent forward curve (from 13 January 2023) for 2023, 2024 and 2025, followed by a flat real price of $70/bbl from 2026 onwards. Gas prices are based on the gas sales and purchase agreement, calculated by applying a monthly Brent adjustment and subtracting a handling fee.

Summary of Pricing and Inflation Rate Assumptions Forecast Prices & Costs

Year	Brent Oil PriceUS$/bbl	Gas Price US$/MMBTU	Inflation Rate(%/year)
2022 achieved sales price	81.8	1.7	-
2023	83.0	0.7	-
2024	77.0	1.0	2.5%
2025	72.0	1.0	2.5%
2026	75.4	1.2	2.5%
2027	77.3	1.1	2.5%
2028 and beyond	Escalation Rate of 2.5%	Escalation Rate of 2.5%	Escalation Rate of 2.5%

Notes:

1. Average oil prices received in 2022 include hedging.
2. Forecast prices include no hedging.
3. This summary table identifies benchmark reference pricing schedules used.
4. Inflation rates are used for forecasting prices and costs.
5. Gas price units are in US$ per million BTU (British Thermal Units).

PART 4. RECONCILIATION OF CHANGES IN RESERVES

Item 4.1 Reserves Reconciliation

The following table provides a reconciliation between gross Reserves disclosed on the 28 February 2022 (effective date December 31, 2021) and this disclosure (effective date December 31, 2022).

	Light and Medium Oil (MMstb)			Conventional Natural Gas (Bscf)		
Gross	Proved	Probable	Proved + Probable	Proved	Probable	Proved + Probable
Effective date 31 December 2021	40.6	21.2	61.8	47.9	18.0	65.9
Extensions and Improved Recovery	0.0	0.0	0.0	0.0	0.0	0.0
Resource Transfers	-0.4	-0.3	-0.7	0.0	0.0	0.0
Technical Revisions	-4.6	-2.7	-7.3	-5.3	-1.5	-6.8
Discoveries	0.0	0.0	0.0	0.0	0.0	0.0
Acquisitions	0.0	0.0	0.0	0.0	0.0	0.0
Dispositions	0.0	0.0	0.0	0.0	0.0	0.0
Economic Factors	0.4	0.1	0.5	0.2	0.0	0.2
Production	-7.0	0.0	-7.0	-9.9	0.0	-9.9
Effective date 31 December 2022	29.1	18.3	47.4	32.9	16.5	49.4

Notes:

1. Gross Company Reserves are the total project sales volumes multiplied by AOC's working interest.
2. RISC notes that the Proved + Probable Reserves reconciliation for oil and gas is lower than the Proved. This results in a negative Probable increment. The difference is due to a larger increase in Proved Reserves than the Proved + Probable, compared to last year. The reasons are explained in the text below.

SCHEDULE A: FORM NI-51-101F1 - CONTINUED

Technical revisions in oil Reserves are mostly:

- Egina – reserves decreased due to information gained from new 4D seismic, and the impact of water cut rising in reservoir R1180. A key well experienced water breakthrough during 2022 and increased gas rates have redefined the field decline. The fieldwide oil rate decline rate has increased during 2022, with rising GOR observed.
- Akpo – reserves decreased due to a change in performance of the B reservoirs due to increasing gas rates.
- Agbami – reserves increased at the 1P level reflecting increasing confidence in the developed reserves, and an increase in Undeveloped from 3 to 6 infill wells.

The resource transfers are due to the reclassification of the Agbami Gas Project reserves to contingent resources.

The economic factor impacting Reserves are a higher oil price forecast.

PART 5. ADDITIONAL INFORMATION RELATING TO RESERVES DATA

Item 5.1 Undeveloped Reserves

Reserves were first attributed to AOC in March 2020, after the acquisition of 50% of Prime was completed.

The Proved and the Probable Undeveloped Reserves are associated with the continuation of long-term drilling and development programmes committed to under the approved field development plans. The fields are large offshore developments where drilling/production have been ongoing for several years and the attribution of Undeveloped Reserves is based on a continuation of, and the completion of, the approved Field Development Plans. For the Undeveloped Reserves: six further wells plus a subsea workover are planned for the Agbami field in 2025/6; 2 wells are planned in the Akpo West field between 2023 and 2025; 2 additional wells are planned on the Akpo field in 2023/24; and 9 further wells are planned on the Egina field between 2023 and 2024. In attributing Proved and Probable Undeveloped Reserves to each field, the remaining wells on each field are considered as a project, not as individual wells.

The Undeveloped Reserves also include the Preowei development. The FDP for this field has been approved by the Nigerian authorities and first oil is planned for Q3 2026. This timeline for Reserves extends beyond two years as Preowei is a complex deepwater field that requires significant capital, with a long development period. Activity was paused due to the COVID-19 pandemic and awaiting formal signing of the PIA, which was enacted into law in August 2021. The current schedule assumes the FEED study recommences in Q1 2023. FID is now expected in Q4 2024 by the Operator. Drilling is planned to commence in Q1 2026 leading to first oil in Q3 2026.

Since the previous filing, one well has been removed from the list of Undeveloped Egina infill wells, and the Agbami Gas Project has been reclassified from Undeveloped reserves to contingent resources.

In general, the operating partnerships have a good track record of delivering on their development plans. Factors that might contribute to delays or cancellations of the planned development include:

- Industry-wide delays in procurement, approvals, etc. related to ongoing supply chain issues;
- Changing technical conditions such as production anomalies;
- Optimizing facilities throughput and utilization; and
- Changing economic conditions (due to pricing, operating or capital expenditure fluctuations and restricted debt or capital markets);
- Changes in fiscal terms.

The table below shows the Undeveloped Reserves that were first attributed in each of the most recent three financial years.

Summary of Company Undeveloped Reserves (Forecast Prices & Costs)

Year First Attributed	Light/Medium Oil (MMstb)	Heavy Oil (MMstb)	Conventional Natural Gas (Bcf)
2020	3.9	-	4.2
2021	0.7	-	0.3
2022	0.4	-	0.0
Proved Undeveloped	5.0	-	4.5
2020	2.6	-	7.1
2021	1.0	-	0.4
2022	0.2	-	0.0
Probable Undeveloped	3.8	-	7.5

Notes:

1. Undeveloped Reserves were first attributed in March 2020 when the assets were acquired by AOC.
2. Net oil Reserves are AOC's share of Prime's net entitlement calculated using the economic limit testing.
3. Gross and net Reserves for sales gas are equal as the gas terms are set out in the Gas Sales and Purchase Agreement rather than the PSA, and the net Reserves are based on AOC's share of Prime's working interest.

SCHEDULE A: FORM NI-51-101F1 - CONTINUED

Item 5.2 Significant Factors or Uncertainties Affecting Reserves Data

The Nigerian Petroleum Industry Act (PIA) was passed into law in August 2021. This introduced a new licensing and fiscal regime for upstream operations. For existing leases, companies have the earlier of 18 months from the effective date, or to the expiry of their lease, to opt into the PIA terms (and exit the existing licence terms). Prime stated they are confident that all partners are aligned to convert to the PIA in both licenses. In December 2022, Chevron submitted an application for the voluntary conversion of OML 127 to the PIA. RISC has assumed conversion dates of 1 March 2023 for both OML 130 and OML 127. RISC's calculations of Reserves and NPVs are based on modelling the new fiscal regime after these dates.

The current licence term for OML 127 expires on 13 December 2024 and the term for OML 130 expires on 28 February 2025. The Reserves and Resources declared in this report are premised on both licences being extended for twenty years, as is allowed under the provisions of the previous Nigerian Petroleum Act (the "PA"). Paragraph 13(1) of the First Schedule to the PA provides "The lessee of an oil mining lease shall be entitled to apply in writing to the Minister not less than twelve months before the expiration of the lease, for a renewal of the lease either in respect of the whole of the leased area or any particular part thereof; and the renewal shall be granted if the lessee has paid all rent and royalties due and has otherwise performed all his obligations under the lease". Independent legal advice provided to Prime (before the PIA was signed into Nigerian law) indicated that a lessee shall be entitled to a renewal of a licence so long as the lessee has paid all due rents and royalties and performed all its obligations under the licence. There are recent precedents of OML extensions being granted by the Nigerian government. The operators are actively pursuing licence renewals and Prime expects them to be granted at the same time as the conversion to the PIA fiscal parameters described above.

The Agbami field straddles OML 127 and OML 128. The Equity Determination in 2010 apportioned resources between block OML 127 and OML 128 approximately 62.5% and 37.5% respectively. The 2012 Final Redetermination was referred to an Expert who determined an OML 127 equity of 72.064%. This final equity revision is still pending implementation, so RISC has retained the 2010 determination. If this is implemented, the Agbami equity share (and net Reserves) of AOC will increase.

The fields have been developed using floating production vessels. Abandonment and reclamation costs will therefore entail well abandonment and removal of sub-sea infrastructure. These costs have been fully accounted for in the economic analysis of the Reserves cases and are estimated by RISC (Gross 100%) at:

- Agbami US$651 million;
- Akpo US$829 million;
- Egina US$768 million;
- Preowei US$140 million.

There are no specific technical uncertainties identified for these assets. However, it is noted that these fields are geologically complex and even with modern seismic techniques, uncertainty remains regarding reservoir extent, connectivity, and the timing of water and gas breakthrough at the wells.

The reader is also directed to the 'Risk Factors' section of the AOC financial statements for year-end 2022.

Item 5.3 Future Development Costs

The following table provides information regarding the development costs deducted in the estimation of future net revenue attributable to the Reserves.

Future Development Costs (Forecast Prices & Costs) (US$ million)

Year	Proved Reserves	Proved plus Probable Reserves
2023	89	89
2024	53	53
2025	93	93
2026	88	88
2027	46	46
Subtotal	369	369
Remainder (to end of Field Life)	47	134
Total (Undiscounted)	416	503
Total (Discounted at 10%/year)	318	335

Notes:

1. The Future Development Costs shown are associated with booked Reserves in the RISC report and do not necessarily represent the full exploration and development plans.
2. Gross costs are based on the total project costs multiplied by AOC's paying interest.

The sources of funding for future costs of new wells and new developments include a combination of cashflow from operations and existing debt facilities.

SCHEDULE A: FORM NI-51-101F1 - CONTINUED

PART 6. OTHER OIL AND GAS INFORMATION

Item 6.1 Oil and Gas Properties and Wells

The properties are located offshore Nigeria comprising an interest in OML 127 (which contains the producing Agbami field) and an interest in OML 130 (which contains the producing Akpo and the Egina fields and the planned Preowei development).

OML 127 - Location and Partner Equities

The Agbami oil field is located in OML 127, offshore Nigeria, in water depths between 1,280 m and 1,650 m. It is 110 km south-southwest from the nearest Nigerian shoreline and approximately 350 km southeast of Lagos.

The Agbami field straddles licences OML 127 and OML 128. The Equity Determination in 2010 apportioned resources between block OML 127 and OML 128 with 62.4619% and 37.5381% respectively. Star Deep Water Petroleum Nigeria, a wholly owned subsidiary of Chevron Corporation, operates the Agbami field under a production sharing agreement (the "Agbami PSA"). Ownerships within OML 127 at the effective date were Prime (8%), Star Deep Water Petroleum Limited (32%) and Famfa Oil Limited (60%). In 2020 AOC acquired a 50% shareholder interest in Prime. The resulting effective interest of AOC in the Agbami field is 2.498%.

The PIA was passed into law on the 16th of August 2021 and introduced several changes to the petroleum industry in Nigeria. In December 2022, Chevron submitted an application for the voluntary conversion of OML 127 to the PIA. A conversion date of 1 March 2023 has been assumed.

OML 127 - Agbami Field

The field was discovered by well Agbami-1 in 1998 and the extension into the adjacent licence was proved by the Ekoli-1 well in 2000. The oil is light with a gravity of 45° to 47° API. The field is developed via sub-sea wells tied back to a dedicated Floating Production Storage and Offtake (FPSO) vessel through steel catenary risers. Production commenced in June 2008 and peak production of 250,000 bopd (gross) was attained in 2009. At December 2022, 30 producers, 5 gas injectors and 10 water injectors have been drilled. The field average oil production rate in 2022 was about 102,000 bopd. Cumulative oil production to 31 December 2022 was 1054 MMstb for the field. There is no gas export, so all gas is re-injected, flared or used as fuel.

Reserves include 6 infill wells plus a subsea workover planned for 2025/6. Contingent Resources include 6 further infill wells, the installation of additional compression (Agbami Gas Project) and the tie back of the Ikija discovery.

OML 130 - Location and Partner Equities

The title interests of OML 130 are held under two distinct but inter-linked, contractual structures. A 50% interest is held by the Nigerian National Petroleum Corporation under a production sharing agreement (the "130 PSA") with South Atlantic Petroleum Limited ("SAPETRO") as the Contractor. SAPETRO subsequently assigned a 90% share of its interest as Contractor under the 130 PSA to CNOOC Exploration and Production Limited ("CNOOC"). The other 50% interest is held under an agreement, which was amended and re-named the production sharing agreement entered into by Total Upstream Nigeria Limited ("TUPNI") 48%; Prime 32% and SAPETRO 20%. The resulting interests were therefore TUPNI (24%), CNOOC (45%), Prime (16%) and SAPETRO (15%). In 2020 AOC acquired a 50% shareholder interest in Prime. The resulting interest of AOC in the fields in OML 130 is 8%.

The OML 130 licence agreement required a 50% relinquishment in February 2015. The area was approved by the Nigerian Department of Petroleum Resources (DPR) and resulted in the relinquishment of some untested exploration and basinal areas. The fields and discoveries have been retained together with deep additional potential identified in the areas of Egina and Egina South.

The PIA was passed into law on the 16 August 2021 and introduces several changes to the petroleum industry in Nigeria. For existing leases, companies have the earlier of 18 months from the effective date or to the expiry of their lease to decide whether to convert to the PIA terms. Prime is confident that all partners are aligned to convert to the PIA in OML 130. A conversion date of 1 March 2023 has been assumed, which is in line with the planned licence renewal date.

OML 130 – Akpo Field

The Akpo field is located offshore Nigeria in OML 130, approximately 200 km from Port Harcourt, in water depths between 1,100 and 1,300 m. The field is operated by Total. Akpo was discovered by well Akpo-1 in 2000 and was appraised from 2000 to 2002. Akpo contains a critical fluid that can also be described as condensate or light oil with an original GOR of approximately 3,500 scf/bbl. There is a significant variation of fluid properties with depth, without sharp gas-oil contacts. Commerciality was declared in 2005 and the field has been developed via sub-sea wells with four production flowline loops tied back to a FPSO through steel catenary risers. Production commenced in March 2009 and plateau oil production of approximately 180,000 bopd (gross) was attained in 2010. Pressure maintenance at or near initial pressures is required and is provided by both water injection and gas injection. Part of the produced gas is re-injected for pressure maintenance and the remaining part is transported via an export line to the Nigeria LNG plant (NLNG) via the Amenam field. In December 2022 there were 50 wells connected with 28 producers, 20 water injectors and 2 gas injectors. An additional infill production well DP-5 is planned to be drilled in 2023, following the infill well AU4-P4 which commenced production in late 2021. The AU4-P4 well used the slot of another well that is not currently producing. The B-W4 water injection well will be drilled in December 2025. Two oil production wells and one gas injection well will be drilled in the Akpo West field in 2022 and 2023. Further opportunities are being evaluated and have been included as Contingent Resources including gas blowdown of the D reservoir and miscible gas injection in 5 existing wells. At the end of 2022, the field was producing approximately 80,000 stb/d at 50% water-cut. The cumulative oil production to 31 December 2022 was 637 MMstb. Cumulative gas production to 31 December 2022 was 2.47 Tscf, cumulative injection 0.90 Tscf and cumulative gas export was 1.43 Tscf.

SCHEDULE A: FORM NI-51-101F1 - CONTINUED

OML 130 – Egina Field

The Egina oil field is located offshore Nigeria in OML 130, approximately 200 km from Port Harcourt and 20 km southwest of the Akpo field, in water depths between 1,150 and 1,750 m. The field was discovered by well Egina-1 in 2003 which tested the southern compartment of Egina Main. The field was subsequently appraised from 2004 to 2006. The oil is 25° to 41° API gravity. The field is currently under development via sub-sea well loops tied back to a FPSO. The project was sanctioned in May 2013 and first oil was achieved on 29 December 2018. In 2019, the field ramped up to its plateau production rate of 200,000 bopd, with gas exports of 130 MMscf/d. The initial development drilling campaign on Egina started in December 2014 and was completed in 2019. In December 2022 there were 16 production wells and 14 water injector wells, with a further 9 wells considered as firm on the drilling sequence (2022-2024). At end December 2022, Egina was producing approximately 109,000 stb/d and 96 MMscf with 43% water-cut. Egina has achieved a cumulative production of 224 MMstb and 150 Bscf to 31 December 2022.

OML 130 – Preowei Field

Preowei is an undeveloped oil and gas discovery in OML 130, in water depths ranging between 1,100 and 1,300 m. The field is 20 km northwest of Akpo and 29 km north of Egina. Preowei was discovered in 2003 by the Preowei-1B well. An appraisal well, Preowei-2, was drilled in 2005 and a further appraisal well, Preowei-3, was drilled in 2017. The field is operated by Total. The FDP was approved by the Nigerian Authorities in Q2 2019. The FDP includes 9 producing wells and 9 water injectors, however following an optimization study the operator plans to drill 8 production wells and 8 injectors. A further 8 contingent wells (4 producers and 4 water injectors) may be drilled. The subsea wells will be tied back to the Egina FPSO for oil and gas export. Following tie-back, surplus gas will be exported via the Egina-Akpo gas line to the Bonny LNG plant, with commercial terms agreed under the Gas Sale and Purchase Agreement as for Egina. Plateau production of 65,000 bopd is expected and start-up is scheduled for 2026, with additional Contingent Resources to start up in 2028.

The following table sets forth the number and status of wells as at the effective date. All the completed production wells are included under producing.

Oil and Gas Wells

	Producing		Non-Producing	
Wells	**Gross**	**Net**	**Gross**	**Net**
Nigeria OML 127 and OML 130				
Oil	75	4.3	0	0
Gas	0	0	0	0
Total	75	4.3	0	0

Notes:

1. Gross is the total number of oil and gas production wells on the properties.
2. Net is the sum of Company’s working interest in the gross wells.
3. Non-producing wells do not include other types of wells such as service wells.

SCHEDULE A: FORM NI-51-101F1 - CONTINUED

Item 6.2 Properties with No Attributed Reserves

As of 31 December 2022, AOC had properties in addition to those in the Prime portfolio which RISC has not assessed. No reserves, contingent or prospective resources have been attributed to these properties. The properties with no attributed reserves are summarized in the table below:

Country	Block	Net Working Interest[1]	Gross Area (km^2)	Net Area[2] (km^2)	Commitments	Expiry Date
Kenya	10BB	25%	8,835	2,209	No outstanding work or financial commitments	December 31, 2021[3]
	13T	25%	6,296	1,574	No outstanding work or financial commitments	December 31, 2021[3]
	10BA	25%	11,760	2,940	Minimum commitment: One Well, $19.0 million	April 22, 2023[4]
South Africa	3B/4B	20% (Operator)	17,581[5]	3,516	Minimum commitment: Reprocess and interpret existing 3D seismic, update prospect inventory, conduct commercial evaluations of prospects	October 26, 2024[6]

Notes:
1. Net Working Interests are subject to back-in rights, if any exist, of respective governments.
2. Net acreage is calculated by multiplying Gross Acreage by the current Net Working Interest.
3. The license commitments required that the JV partners submit an FDP by 31 December 2021. The FDP was submitted in December 2021 and is now subject to governmental review, during which time the license is retained in full force and effect. The JV partners expect the license to be renewed once the review is complete.
4. 10BA extension application is under review by the joint venture partners.
5. The 20% relinquishment requirement was deferred by government approval at the time of the renewal until disclosure of potential marine protected areas is determined.
6. The application to extend the Block 3B/4B license and to move into the first extension period of 2 years was approved on October 27, 2022.
7. RISC has not assessed the properties detailed in this table.

Item 6.2.1 Significant Factors or Uncertainties Relevant to Properties With No Attributed Reserves

Please see the Company's financial statements, meeting materials and corporate filings for the year ended 31 December 2022 for details pertaining to economic factors and uncertainties relating to properties with no attributed reserves.

Item 6.3 Forward Contracts

Prime has a gas sales and purchase agreement in place for the OML 130 fields that share the same gas export system. The gas buyer consortium Nigerian National Petroleum Corporation ("NNPC")/Total E&P Nigeria Limited ("TEPNL") was responsible for construction and operation of the gas export system to the onshore Bonny LNG plant in return for receiving 1 Tscf of sales gas at zero cost. This hurdle was achieved in July 2018. The parties agreed to a new gas sale and purchase agreement (the "GSPA") in July 2018, which has been signed by all OML 130 PSA parties and is currently with NNPC pending its signature. Gas is now being sold under the new GSPA to the NNPC/TEPNL JV which continues to sell the gas to Nigeria LNG. The OML 130 Partners (SAEPETRO, TUPNI and Prime) have been invoicing the gas buyer. The maximum design capacity of the gas export facilities is 400 MMscf/d.

Prime historically fixed the Dated Brent component of the sales price in its forward sales contracts ahead of the lifting date, based on the forward curve price for the expected lifting date. During Q2 2022, Prime's Supervisory Board approved a revised crude marketing strategy that maintains the 50% - 70% coverage target for the next 12-months' scheduled cargoes but no longer fixes the Dated Brent component for all of the sales ahead of the lifting date, instead uses a trigger price mechanism. Under this new strategy, Prime gives an irrevocable instruction to an offtaker to fix the Dated Brent component of a cargo when the forward curve price goes below a certain trigger based on a percentage of the Brent forward curve (at the time when the instruction was given) for the month of the expected lifting. Otherwise, the cargo is sold on a spot basis. The current percentage used by Prime to set these thresholds is around 80% of the Brent forward curve and it can be altered depending on, among other factors, the shape of the forward curve.

For further details on Prime's hedging policy, please see the Company's financial statements, meeting materials and corporate filings for the year ended 31 December 2022.

Item 6.4 Tax Horizon

The Corporation is not required to pay income taxes for its most recently completed financial year. For a discussion of AOC's tax status, please see the Company's financial statements, meeting materials and corporate filings for the year ended 31 December 2022.

SCHEDULE A: FORM NI-51-101F1 - CONTINUED

Item 6.5 Costs Incurred

The costs included in the following represent AOC's share of the total costs incurred for the assets.

Costs incurred in the year ended 31 Dec 2022 (US$ million)

Region	Acquisition Costs	Exploration Costs	Development Costs	Other Costs
Nigeria	0	4	22	78

1. Gross costs are based on the total project costs multiplied by AOC's paying interest.
2. Exploration costs relate to seismic and studies. No exploration wells were drilled.

Item 6.6 Exploration, Appraisal and Development Activities

No exploration, service or development wells were drilled during 2022 in OML 127 or OML 130.

AOC's most important current and likely development activities in Nigeria will be the completion of the planned drilling activities on the producing fields and the Preowei development as described above under Undeveloped Reserves.

The operators are also evaluating options to drill additional infill wells on these fields, blow down a gas reservoir, commence miscible gas injection, develop additional horizons and appraise/develop undeveloped discoveries. These are classified as Contingent Resources and are included in the Appendix to this statement. The Agbami Gas Project was reclassified in 2022 to Contingent Resources.

Item 6.7 Production Estimates

The following table sets out the estimated volumes of production for 2023 from OML 127 and OML 130 which reflect the estimates of gross proved Reserves and gross probable Reserves disclosed under Item 2.1 of this Statement.

Summary of Production Estimates by Production Group and Reserve Category (Forecast Prices & Costs)

Reserve Category	Light and Medium Oil Gross (MMstb)	Natural Gas Gross (Bcf)	Natural Gas Liquids Gross (MMstb)
Proved	0.8	-	
Agbami	1.8	5.6	-
Akpo	2.8	2.0	-
Egina	5.3	7.6	-
Total Proved	0.8	-	-
Total Proved plus Probable			
Agbami	0.9	-	-
Akpo	2.0	6.3	-
Egina	3.0	2.1	-
Total Proved plus Probable plus Possible	5.8	8.4	-

Notes:

1. Gross Company production is the total sales volumes multiplied by AOC's share of Prime's working interest.

SCHEDULE A: FORM NI-51-101F1 - CONTINUED

Item 6.8 Production History

In 2022 the production volumes, average realized price, royalties, and costs for each quarter of the financial year are provided in the table below.

Production History for 2022

	AOC share of gross average gross daily production volume			Average realised price, royalties, gross costs and netback			
	Oil (MMstb)	Sales Gas (Bcf)	Total (MMboe)	Average Price Received ($/boe)	Royalties Paid ($/boe)	Production Costs ($/boe)	Netback ($/boe)
2022 Q1	1.9	2.5	2.3	39.2	4.2	8.0	27.0
2022 Q2	1.9	2.7	2.3	34.7	4.0	7.9	22.8
2022 Q3	1.6	2.4	2.0	48.1	9.3	9.0	29.8
2022 Q4	1.6	2.4	2.0	39.1	5.8	12.1	21.3

Notes:

1. Average prices received in 2022 include hedging.
2. Netback is calculated by subtracting the royalties paid and production costs from the revenue received.
3. Gross Company production is the total sales volumes multiplied by AOC's share of Prime's working interest.
4. Gross costs are based on the total costs multiplied by AOC's share of Prime's paying interest.
5. Unit values are based on net reserve volumes Barrel of Oil Equivalent (BOE): 6 Mcf = 1 BOE. BOEs may be misleading particularly if used in isolation. A BOE conversion ratio of 6 Mcf:1 BOE is based on an energy equivalency conversion method primarily applicable at the burner tip and does not represent a value equivalency at the wellhead.

The total production volumes for 2022 for each major field are provided in the table below.

Production History for 2022

Company Production Volumes	Oil (MMstb)	Sales Gas (Bcf)
Agbami	0.9	-
Akpo	2.2	7.1
Egina	3.8	2.8
Total	7.0	9.9

Notes:

1. Gross Company production is the sales volume multiplied by AOC's share of Prime's working interest.

PART 7. DISCLOSURE OF CONTINGENT RESOURCES DATA AND PROSPECTIVE RESOURCES DATA

Item 7.1 Contingent Resources Data

RISC has prepared an assessment of the crude oil and conventional natural gas Contingent Resources as of December 31 2022 for AOC. Due to different levels of technical maturity of assets in the portfolio, some assets were audited, others were evaluated. These Contingent Resources are all in the offshore Nigerian licences (OML 127 and OML 130) associated with the Reserves in Item 2.1 of main F1 form. The operatorship and net interests in each field are consistent with the Reserves statements.

The Contingent Resources are the following:

Agbami field – Agbami Gas Project

The installation of additional compression to increase production and injection rates. The first operation of this project is forecast for 2027. RISC has classified the project as Development on Hold.

Agbami field – 6 infill wells

Six further infill drilling opportunities were identified in the Agbami field, providing both acceleration and incremental recovery in developed areas of the field. Additional work is required to select the best candidate drilling locations from these and other opportunities. The first production from these wells could be in 2026. The wells are estimated to cost $503 million for drilling and completion as well as rig mobilization/demobilization in 2025 and 2026 and $83 million for tie-back and hook-up. RISC has classified the project as Development on Hold.

Akpo field - Blowdown of gas in the D reservoir and Miscible Gas Injection project

This project relates to ceasing gas reinjection into the Akpo D reservoir, while commencing gas production. No additional CAPEX is required. The main contingency is the optimum timing which depends on PSA expiry, existing facility capacity and interference with current production. Currently the operator is considering this project to commence in 2025. The blowdown adds incremental gas sales volumes but will result in condensate losses from the Akpo field.

Combined with the gas blowdown is the commencement of Miscible Gas Injection (MGI) in the A reservoir from 2025 and B/EF/G reservoirs from 2028, by converting a water injector to gas injection in each reservoir. This project is dependent upon D reservoir gas blowdown to provide the gas for miscible injection. As a result, it has a slightly lower Chance of Development than the gas blowdown project. The cost forecasts associated with this project are $110 million for drilling and completion and $120 million for the facilities.

The blowdown and the MGI projects were analyzed as a single project in the economics due to the dependence of MGI on the D reservoir blowdown, and the influence of both on sales gas volumes. RISC has classified both projects as Development Pending.

Preowei field - 8 additional wells

These wells are in addition to the Preowei development (classified as Reserves). The wells currently could be drilled in 2027. Capital costs are forecast to be approximately $372 million, with $292 million for the wells and $80 million for subsea facilities. There remains significant subsurface uncertainty, so the additional wells are contingent on the outcomes of the initial development stage. RISC has classified the project as Development On Hold.

Ikija - Development of discovered resources

Ikija is an undeveloped discovery in OML 127. It is planned as a tie-back to the Agbami FPSO, with first oil expected in 2032. Capital costs are forecast to be $997 million and include: $94 million for an appraisal well; $398 million for 4 development wells in 2029-2031; and $505 million for facilities. There is significant subsurface uncertainty which will need further technical maturity and further appraisal. There is no firm plan for the development concept, with both depletion and water injection being considered. Additionally, commercial and fiscal terms are not ready to enable tie-back to the Agbami unit. Furthermore, in the event that the AGP does not proceed, the available ullage for Ikija oil and gas production is reduced. RISC classified the project as Development Unclarified.

Egina South - Development of discovered resources

The Egina South Discovery lies 20 km southwest of the Egina Field. The reservoir intervals are similar to the main Egina field. First oil expected in 2028. Capital costs are forecast to be $1,293 million for a 12 well subsea tieback which includes $580 million for wells and $680 million for facilities and $53 million for an appraisal well. The operator is revising the subsurface model but the impact on STOIIP and recoverable volumes are not available. A further appraisal well may also be required. RISC has classified the project as Development Unclarified.

SCHEDULE A: FORM NI-51-101F1 - CONTINUED

Chance of Development

Quantifying the chance of development requires consideration of both economic contingencies and other contingencies such as legal, regulatory, market access, political, social license, internal and external approvals and commitment to project finance and development timing. As many of these factors are extremely difficult to quantify, the Chance of Development is uncertain and must be used with caution.

RISC has estimated the numerical value of the Chance of Development for each of the Contingent Resources:

- Agbami field (Agbami Gas Project) – 40%
- Agbami field (6 new infill wells) – 63%
- Akpo field (blowdown of gas in the D reservoir) – 90%
- Akpo field (miscible gas injection to A and EF reservoirs) – 72%
- Preowei field (8 additional wells) – 56%
- Ikija (development of discovered resources) – 19%
- Egina South (development of discovered resources) – 51%

The primary risks related to these resources are (a) lack of technical and commercial maturity, (b) economic factors, (c) commitment of the Partnership to develop, and (d) development timing.

There is uncertainty that it will be commercially viable to produce any portion of these resources.

The total Contingent Resources related to the 1C, 2C, 3C and Risked Best Estimates are in the table below.

Contingent Resources (Forecast Prices and Costs)

	Light & Medium Oil (MMstb)		Conventional Natural Gas (Bscf)	
Nigeria (OML 127 and OML 130)	**Gross**	**Net**	**Gross**	**Net**
Low Estimate (1C)	7.6	10.3	0.9	0.9
Best Estimate (2C)	12.7	15.6	0.7	0.7
High Estimate (3C)	16.3	19.0	-13.9	-13.9
Risked Best Estimate	6.6	7.6	-0.6	-0.6

Notes:

1. Gross Company volumes are the total project sales volumes multiplied by AOC's share of Prime's working interest.
2. Net oil volumes are AOC's share of Prime's net entitlement.
3. Gross and net sales gas volumes are based on AOC's share of Prime's working interest.
4. The "Risked Best Estimate" Contingent Resources account for the Chance of Development, which is defined as the probability of a project being commercially viable.
5. The negative gas resources in the 3C case are attributable to the Akpo gas blowdown and miscible gas injection project using gas to improve oil recovery, which results in negative incremental gas production.

The following table discloses, in aggregate, the net present value of the future net revenue attributable to the Contingent Resource categories in the preceding table that are in the Development Pending project maturity sub-class. At year-end 2022, the single project in this sub-class relates to the blowdown of gas in the Akpo field's D reservoir and the use of this gas for miscible gas injection into the A, B, EF and G reservoirs. These NPVs are estimated using forecast prices and costs, before deducting future income tax expenses, and calculated without discount and using discount rates of 0 percent, 5 percent, 10 percent, 15 percent, and 20 percent.

Summary of Net Present Values of Future Net Revenue Forecast Prices and Costs (US$ million)

	Before Income Taxes Discounted at (%/Year)				
Reserves Category	**0**	**5**	**10**	**15**	**20**
1C	92	66	49	36	27
2C	142	97	68	48	34
3C	174	114	76	51	35

Notes:

1. Table includes the Contingent Resources in the Development Pending project maturity sub-class. The single project is the blowdown of gas in the Akpo field and the related miscible gas injection into the A, B, EF and G reservoirs.
2. Figures in table may not add precisely due to rounding.
3. Units are US$ million.

An estimate of risked net present value of future net revenue of Contingent Resources is preliminary in nature and is provided to assist the reader in reaching an opinion on the merit and likelihood of the Company proceeding with the required investment. It includes Contingent Resources that are considered too uncertain with respect to the chance of development to be classified as Reserves. There is uncertainty that the risked net present value of future net revenue will be realized.

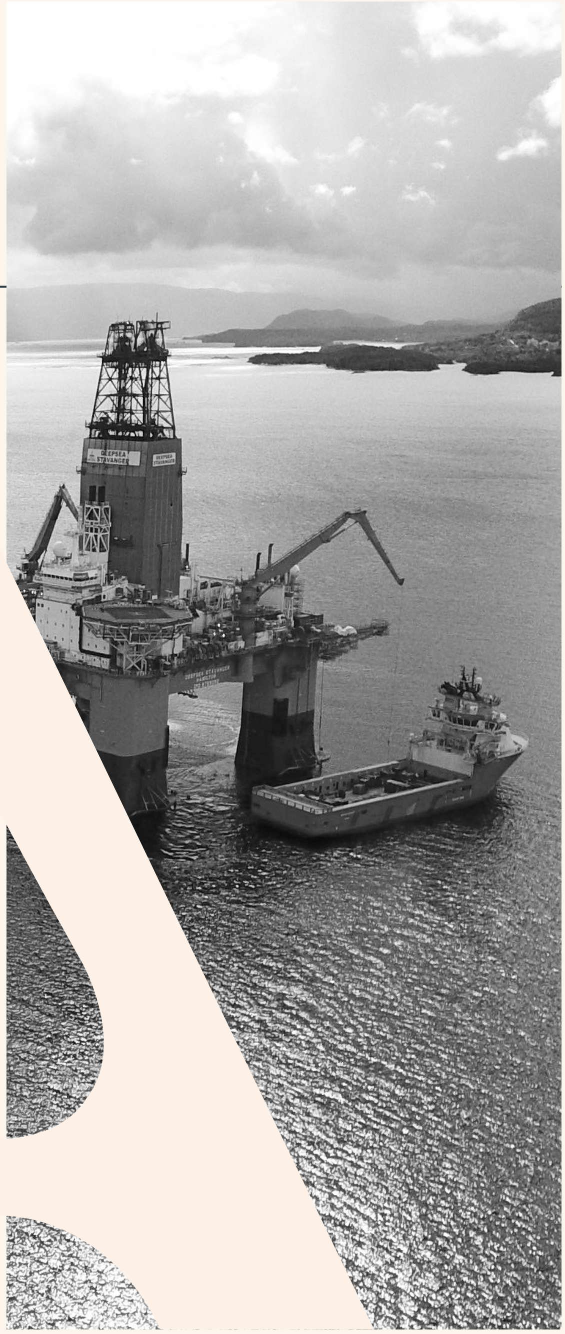
Item 7.2 Prospective Resources Data

No disclosure is being made with regards to prospective resources.

Item 7.3 Forecast Prices Used in Estimates

The pricing assumptions used for estimating Contingent Resources are the same as the pricing assumptions disclosed in Part 3 of this Form.

SCHEDULE B:
FORM NI-51-101F2



Africa Oil Corp.
(the "Company")

Report on Reserves Data by Independent Qualified Reserves Evaluator or Auditor

Terms to which a meaning is ascribed in National Instrument 51-101

Standards of Disclosure for Oil and Gas Activities have the same meaning in this form.

Africa Oil Corporation has certain oil and gas exploration licenses in Kenya. The Company has no proven or probable oil or gas reserves during the reporting period in Exploration Blocks 10BA, 10BB or 13T.

As such, the Company did not retain (nor was required to retain, under National Instrument 51-101 Standards of Disclosure for Oil and Gas Activities) the services of an independent reserves' evaluator, to compile this form NI-51-101F2 with nil values.

To the board of directors of Africa Oil Corp. (the "Company"):

1. Due to different levels of technical maturity of assets in the portfolio, some assets were audited, others were evaluated. We have audited and evaluated the Company's Reserves data and Contingent Resources data for the Nigerian assets only as at 31 December 2022. The Reserves data are estimates of proved Reserves and probable Reserves and related future net revenue as at 31 December 2022, estimated using forecast prices and costs. The Contingent Resources data are risked estimates of volume of Contingent Resources and related risked net present value of future net revenue as at 31 December 2022 (for Development Pending projects), estimated using forecast prices and costs.
2. The Reserves data and Contingent Resources data are the responsibility of the Company's management. Our responsibility is to express an opinion on the Reserves data and Contingent Resources data based on our audit and evaluation.
3. We carried out our audit and evaluation in accordance with standards set out in the Canadian Oil and Gas Evaluation Handbook as amended from time to time (the "COGE Handbook") maintained by the Society of Petroleum Evaluation Engineers (Calgary Chapter).
4. Those standards require that we plan and perform an audit and evaluation to obtain reasonable assurance as to whether the Reserves data and Contingent Resources data are free of material misstatement. An audit and evaluation also includes assessing whether the Reserves data and Contingent Resources data are in accordance with principles and definitions presented in the COGE Handbook.

SCHEDULE B: FORM NI-51-101F2 - CONTINUED

5. The following table shows the net present value of future net revenue (before deduction of income taxes) attributed to proved plus probable Reserves, estimated using forecast prices and costs and calculated using a discount rate of 10 percent, included in the Reserves data of the Company audited and evaluated for the year ended 31 December 2022, and identifies the respective portions thereof that we have audited and evaluated and reported on to the Company's management:

			Proved + Probable Net Present Value of Future Net Revenue (before income taxes, 10% discount rate) US$mm			
Independent Qualified Reserves Evaluator or Auditor	**Effective Date of Audit/ Evaluation Report**	**Location of Reserves**	**Audited**	**Evaluated**	**Reviewed**	**Total**
RISC	31 December 2022	Nigeria	1,767	-	1,767	RISC

6. The following tables set forth the risked volume and risked net present value of future net revenue of Contingent Resources (before deduction of income taxes) attributed to Contingent Resources, estimated using forecast prices and costs and calculated using a discount rate of 10%, included in the Company's statement prepared in accordance with Form 51-101F1 and identifies the respective portions of the Contingent Resources data that we have audited and evaluated and reported on to the Company's management:

						Risked Net Present Value of Future Net Revenue (before income taxes, 10% discount rate) US$mm		
Classification	**Independent Qualified Reserves Evaluator/ Auditor**	**Effective Date of Audit/Evaluation Report**	**Location of Resources Other than Reserves**	**Risked Oil Volume (MMstb)**	**Risked Gas Volume (Bcf)**	**Audited**	**Evaluated**	**Total**
Development Pending Contingent Resources (2C)	RISC	31 December 2022	Nigeria	2.5	-2.4	67.6	67.6	67.6

1. The risked NPV includes only the Contingent Resources in the Development Pending sub-class.

Classification	**Independent Qualified Reserves Auditor**	**Effective Date of Audit Report**	**Location of Resources Other than Reserves**	**Risked Oil Volume (MMstb)**	**Risked Gas Volume (Bcf)**
Contingent Resources* (2C)	RISC	31 December 2022	Nigeria	5.1	1.8

1. The volumes are for all other project maturity subclasses (i.e. excluding Development Pending)

7. In our opinion, the Reserves data and Contingent Resources data respectively audited and evaluated by us have, in all material respects, been determined and are in accordance with the COGE Handbook, consistently applied. We express no opinion on the Reserves data and Contingent Resources data that we reviewed but did not audit or evaluate.

8. We have no responsibility to update our reports referred to in paragraphs 5 and 6 for events and circumstances occurring after the effective date of our reports.

9. Because the Reserves data and Contingent Resources data are based on judgements regarding future events, actual results will vary, and the variations may be material.

Executed as to our report referred to above:

27 February 2023

RISC (UK) Limited, 20 St Dunstan's Hill, London, EC3R 8HL, United Kingdom

Gavin Ward.

Gavin Ward
Director, For and on behalf of RISC (UK) Limited

SCHEDULE C:
FORM NI-51-101F3

Africa Oil Corp.
(the "Company")

Report of Management and Directors on Reserves Data and Other Information

Terms to which a meaning is ascribed in NI 51-101 have the same meaning in this form.

SCHEDULE C: FORM NI-51-101F3 - CONTINUED

The Reserves Committee of the board of directors of Africa Oil Corp. (the "Company") has reviewed the oil and gas activities of the Company and has determined that the Company had the reserves volumes as stated in the table below as of December 31, 2022.

	Light and Medium Oil		Natural Gas		Total Hydrocarbons	
Reserve Category	**W.I. (MMstb)**	**Ent. (MMstb)**	**W.I. (Bscf)**	**Ent. (Bscf)**	**W.I. (MMstb)**	**Ent. (MMstb)**
Total Proved	29.1	35.8	32.9	32.9	34.6	41.3
Total Proved plus Probable	47.4	55.7	49.4	49.4	55.6	63.9
Total proved plus probable plus possible	66.6	75.2	91.3	91.3	81.8	90.4

Notes:

1. Figures in table may not add precisely due to rounding.

Africa Oil Corp. ("AOC") appointed RISC (UK) Limited ("RISC") to report on the interests the Company holds in the Reserves and Contingent Resources of Prime Oil & Gas Coöperatief U.A. ("Prime"). The RISC report, as prepared by an independent qualified reserves evaluator or qualified reserves auditor, has been filed with the securities regulatory with respect to the financial year ended December 31, 2022.

The Reserves Committee has determined that the company had no reserves within the properties that the Company held in regions other than those in RISC's report on Prime Reserves and Contingent Resources. As per this determination, no reserves, contingent or prospective resources have been reported beyond those reported in the RISC report for year ended December 31, 2022.

The Reserves Committee of the board of directors has reviewed the Company's procedures for assembling and reporting other information associated with oil and gas activities and has reviewed that information with management. The board of directors has, on the recommendation of the Reserves Committee, approved:

a. the content and filing with securities regulatory authorities of Form 51-101F1 containing information detailing the Company's oil and gas activities; and

b. the content and filing of this report.

Keith Hill

Keith C. Hill, Chief Executive Officer

Pascal Nicodeme

Pascal Nicodeme, Chief Financial Officer

Gary Guidry

Gary S. Guidry, Director

Andrew Bartlett

Andrew Bartlett, Director

February 27, 2023

SCHEDULE D

Africa Oil Corp.
(the "Company")

Mandate of the audit committee

(as adopted by the Board on February 24, 2020)

SCHEDULE D - CONTINUED

PART 1. PURPOSE OF THE AUDIT COMMITTEE

The purpose of the Audit Committee is to ensure that the Company's management has designed and implemented an effective system of internal financial controls, to review and report on the integrity of the Company's financial statements and to review the Company's compliance with regulatory and statutory requirements as they relate to financial statements, taxation matters and disclosure of material risks and facts. The Audit Committee also has the responsibility to identify and understand the principal risks to the Company and its business and to report such risks to the Board to ensure there are systems in place to effectively monitor and manage those risks with a view to the long-term viability of the Company and in order to achieve its long-term strategic objectives.

The Audit Committee oversees the accounting and financial reporting processes of the Company and its subsidiaries and all audits and external reviews of the financial statements of the Company on behalf of the Board, and has general responsibility for oversight of internal controls, accounting and auditing activities of the Company and its subsidiaries.

PART 2. MEMBERS OF THE AUDIT COMMITTEE

Item 2.1 The Audit Committee shall be appointed annually by the Board and shall be composed of three members, each of whom must be a director of the Company and all of whom must be independent.

Item 2.2 All members of the Audit Committee must be "financially literate" as defined under National Instrument 52-110, having the ability to read and understand a set of financial statements, including the related notes, that present a breadth and level of complexity of the accounting issues that are generally comparable to the breadth and complexity of the issues that can reasonably be expected to be raised by the Company's financial statements, and at least one member shall have "accounting or related financial expertise".

PART 3. MEETING REQUIREMENTS

The Audit Committee will, where possible, meet on a regular basis at least once every quarter, and will hold special meetings as it deems necessary or appropriate in its judgment. Meetings may be held in person or telephonically, and shall be at such times and places as the Audit Committee determines. Without a meeting the Audit Committee may act by unanimous written consent of all members.

Item 3.1 Two members of the Audit Committee shall constitute a quorum.

PART 4. DUTIES AND RESPONSIBILITIES

Item 4.1 Appointment, Oversight and Compensation of Auditor

Item 4.1.1 The Audit Committee shall recommend to the Board:

a. the auditor (the "Auditor") to be nominated for the purpose of preparing or issuing an auditor's report or performing other audit, review or attest services for the Company; and

b. the compensation of the Auditor.

In making such recommendations, the Audit Committee shall evaluate the Auditor's performance and review the Auditor's fees for the preceding year.

Item 4.1.2 The Auditor shall report directly to the Audit Committee.

Item 4.1.3 The Audit Committee shall be directly responsible for overseeing the work of the Auditor, including the resolution of disagreements between management and the Auditor regarding financial reporting.

Item 4.1.4 The Audit Committee shall review information, including written statements from the Auditor, concerning any relationships between the Auditor and the Company or any other relationships that may adversely affect the independence of the Auditor and assess the independence of the Auditor. The Audit Committee shall request, on a periodic basis, a formal written statement from the Auditor delineating all relationships that may reasonably be expected to affect the independence of the Auditor with respect to the Company and shall recommend that the Board take appropriate action, where necessary, in response to the Auditor's report to satisfy itself of the Auditor's independence.

Item 4.2 Non-Audit Services

Item 4.2.1 All auditing services and non-audit services provided to the Company or the Company's subsidiaries by the Auditor shall, to the extent and in the manner required by applicable law or regulation, be pre-approved by the Audit Committee. In no circumstances shall the Auditor provide any non-audit services to the Company that are prohibited by applicable law or regulation.

SCHEDULE D - CONTINUED

Item 4.3 Review of Financial Statements etc.

Item 4.3.1 The Audit Committee shall review the Company's interim and annual financial statements and Management's Discussion and Analysis ("MD&A"), intended for circulation among shareholders and shall report any recommended changes to the Board.

Item 4.3.2 The Audit Committee shall satisfy itself that the audited financial statements and interim financial statements present fairly the financial position and results of operations in accordance with generally accepted accounting principles and that the auditors have no reservations about such statements.

Item 4.3.3 The Audit Committee shall review changes in the accounting policies of the Company, any new or pending developments in accounting and reporting standards, and accounting and financial reporting proposals that are provided by the Auditor that may have a significant impact on the Company's financial reports, and report on them to the Board.

Item 4.4 Review of Public Disclosure of Financial Information

Item 4.4.1 The Audit Committee shall review the Company's annual and interim press releases relating to financial results before the Company publicly discloses this information and shall review any prospectus/private placement memorandums that contain financial information.

Item 4.4.2 The Audit Committee must be satisfied that adequate procedures are in place for the review of the Company's public disclosure of financial information extracted or derived from the Company's financial statements, other than the public disclosure referred to in subsection 4.4.1, and must periodically assess the adequacy of those procedures.

Item 4.5 Review of Annual Audit

Item 4.5.1 The Audit Committee shall review the nature and scope of the annual audit, and the results of the annual audit examination by the Auditor, including any reports of the Auditor prepared in connection with the annual audit.

Item 4.5.2 The Audit Committee shall meet with the Auditor to discuss the Company's quarterly and annual financial statements and the Auditor's report including the appropriateness of accounting policies and underlying estimates.

Item 4.5.3 The Audit Committee shall satisfy itself that there are no unresolved issues between management and the Auditor that could affect the audited financial statements.

Item 4.5.4 The Audit Committee shall satisfy itself that, where there are unsettled issues that do not affect the audited financial statements (e.g. disagreements regarding correction of internal control weaknesses, or the application of accounting principles to proposed transactions), there is an agreed course of action leading to the resolution of these matters.

Item 4.5.5 The Audit Committee shall satisfy itself that there is generally a good working relationship between management and the Auditor.

Item 4.6 Review of Quarterly Review Engagements

Item 4.6.1 The Audit Committee shall review the nature and scope of any review engagements for interim financial statements, and the results of such review engagements by the Auditor, including any reports of the Auditor prepared in connection with such review engagements.

Item 4.6.2 The Audit Committee shall satisfy itself that there are no unresolved issues between management and the Auditor that could affect any interim financial statements.

Item 4.6.3 The Audit Committee shall satisfy itself that, where there are unsettled issues that do not affect any interim financial statements (e.g. disagreements regarding correction of internal control weaknesses, or the application of accounting principles to proposed transactions), there is an agreed course of action leading to the resolution of these matters.

Item 4.7 Internal Controls

Item 4.7.1 The Audit Committee shall have responsibility for oversight of management reporting and internal control for the Company and its subsidiaries.

Item 4.7.2 The Audit Committee shall satisfy itself that there are adequate procedures for review of interim statements and other financial information prior to distribution to shareholders.

Item 4.7.3 Review the effectiveness of the Company's policies and business practices which have an impact on the financial integrity of the Company, including those relating to internal auditing, insurance, accounting, information services and systems and financial controls, management reporting and risk management.

Item 4.7.4 Review compliance under the Company's Code of Business Conduct and Ethics, and the Anti-Corruption Policy.

SCHEDULE D - CONTINUED

Item 4.8 Compliance

The Audit Committee shall:

a. Ensure that the Auditor's fees are disclosed by category in the Annual Information Form in compliance with regulatory requirements;

b. Disclose any specific policies or procedures the Company has adopted for pre-approving non-audit services by the Auditor including affirmation that they meet regulatory requirements;

c. Assist the Corporate Governance and Nomination Committee with preparing the Company's governance disclosure by ensuring it has current and accurate information on:

d. the independence of each Committee member relative to regulatory requirements for audit committees;

e. the state of financial literacy of each Committee member, including the name of any member(s) currently in the process of acquiring financial literacy and when they are expected to attain this status; and

f. the education and experience of each Committee member relevant to his or her responsibilities as Committee member;

g. disclose if the Corporation has relied upon any exemptions to the requirements for audit committees under regulatory requirements.

Item 4.9 Complaints and Concerns

The Audit Committee shall establish procedures for:

a. the receipt, retention and treatment of complaints received by the Company regarding accounting, internal accounting controls, or auditing matters; and

b. the confidential, anonymous submission by employees of the Company of concerns regarding questionable accounting or auditing matters.

Item 4.10 Hiring Practices

The Audit Committee shall review and approve the Company's hiring policies regarding partners, employees and former partners and employees of the present and former Auditors of the Company.

Item 4.11 Item Other Matters

Item 4.11.1 The Audit Committee shall be responsible for oversight of the effectiveness of management's interaction with and responsiveness to the Board;

Item 4.11.2 The Audit Committee shall review and monitor all related party transactions which may be entered into by the Company.

Item 4.11.3 The Audit Committee shall review with management, the Auditors and, if necessary, any litigation, claim or contingency, including tax assessments, that could have a material effect upon the financial position of the Company, and the manner in which these matters may be, or have been, disclosed in the financial statements.

Item 4.11.4 The Audit Committee shall approve, or disapprove, material contracts where the Board determines it has a conflict.

Item 4.11.5 The Audit Committee shall review insurance coverage of significant business risks and uncertainties.

Item 4.11.6 The Audit Committee shall review policies and procedures for the review and approval of officers' expenses and perquisites.

Item 4.11.7 The Audit Committee shall satisfy itself that management has put into place procedures that facilitate compliance with the provisions of applicable securities laws and regulations relating to insider trading, continuous disclosure and financial reporting.

Item 4.11.8 The Audit Committee shall periodically review the adequacy of this Charter and recommend any changes to the Board.

Item 4.11.9 The Board may refer to the Audit Committee such matters and questions relating to the financial position of the Company and its affiliates as the Board from time to time may see fit.

SCHEDULE D - CONTINUED

PART 5. RIGHTS AND AUTHORITY OF THE AUDIT COMMITTEE AND THE MEMBERS THEREOF

Item 5.1 The Audit Committee has the authority:

a. To engage independent counsel and other advisors as it determines necessary to carry out its duties;

b. To set and require the Company to pay the compensation for any advisors employed by the Audit Committee; and

c. To communicate directly with the Auditor and, if applicable, the Company's internal auditor.

Item 5.2 The members of the Audit Committee shall have the right, for the purpose of performing their duties, to inspect

all the books and records of the Company and its affiliates and to discuss those accounts and records and any matters relating to the financial position of the Company with the officers and Auditor of the Company and its affiliates, and any member of the Audit Committee may require the Auditor to attend any or every meeting of the Audit Committee.

MISCELLANEOUS

Nothing contained in this Mandate is intended to extend applicable standards of liability under statutory or regulatory requirements for the directors of the Company or members of the Audit Committee. The purposes, responsibilities, duties and authorities outlined in this Mandate are meant to serve as guidelines rather than as inflexible rules and the Committee is encouraged to adopt such additional procedures and standards as it deems necessary from time to time to fulfill its responsibilities.

The Committee Chair has the responsibility to make periodic reports to the Board, as requested, on financial matters relative to the Company.

AfricaOil Corp.

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