ECO (ATLANTIC) OIL & GAS LTD.

MANAGEMENT'S DISCUSSION AND ANALYSIS

FOR THE YEAR ENDED

March 31, 2022

Expressed in US Dollars

Prepared by:

ECO (ATLANTIC) OIL & GAS LTD.

7 Coulson Avenue

Toronto, ON, Canada, M4V 1Y3

July 29, 2022.

Introduction

The following management's discussion and analysis (the "**MD&A**") of the financial condition and results of operations of Eco (Atlantic) Oil & Gas Ltd. and its subsidiary companies (individually and collectively, as the context requires, "**Eco Atlantic**" or the "**Company**") constitutes management's review of the factors that affected the Company's financial and operating performance for the year ended March 31, 2021. This discussion should be read in conjunction with the audited consolidated financial statements of the Company for the year ended March 31, 2022, together with the notes thereto, (the "**Financial Statements**"). These documents have been prepared in accordance with International Financial Reporting Standards ("**IFRS**") issued by the International Accounting Standards Board. This MD&A contains forward-looking information that is subject to risk factors including those set out under "Forward Looking Information" below and elsewhere in this MD&A, including under "Risks and Uncertainties". Further information about the Company and its operations can be obtained from the offices of the Company or at www.ecooilandgas.com. **All amounts are reported in US dollars**, unless otherwise noted (references to CDN$ and CAD$ shall mean the lawful money of Canada). This MD&A has been prepared as at July 29, 2022.

Forward Looking Information

Statements contained in this MD&A that are not historical facts are forward-looking statements that involve risks and uncertainties. Forward-looking statements include, but are not limited to, statements with respect to the future price of petroleum and/or natural gas; capital expenditures; costs, timing and future plans concerning the development of petroleum and/or natural gas properties; permitting time lines; currency fluctuations; requirements for additional capital; government regulation of petroleum and natural gas matters; environmental risks; unanticipated reclamation expenses; title disputes or claims; and limitations on insurance coverage. In certain cases, forward-looking statements can be identified by the use of words such as "plans", "expects" or "does not expect", "is expected", "budget", "scheduled", "estimates", "forecasts", "intends", "anticipates" or "does not anticipate", or "believes", or variations of such words and phrases or state that certain actions, events or results "may", "could", "would", "might" or "will be taken", "occur" or "be achieved". Forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Company to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements. Such factors include, among others, risks related to operations; termination or amendment of existing contracts; actual results of drilling activities; results of reclamation activities, if any; conclusions of economic evaluations; changes in project parameters as plans continue to be refined; future prices of petroleum and natural gas; failure of plant, equipment or processes to operate as anticipated; accidents, labour disputes and other risks of the petroleum and natural gas industries; delays in obtaining or failure to obtain any governmental approvals, licenses or financing or in the completion of development activities; as well as those factors discussed in the section entitled "Risks and Uncertainties " in this MD&A. Although the Company has attempted to identify important factors that may cause actual actions, events or results to differ materially from those described in forward-looking statements, there may be other factors that cause actions, events or results not to be as anticipated, estimated or intended. There can be no assurance that forward-looking statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking statements. These forward-looking statements are made as of the date of this MD&A and the Company assumes no obligation to update or revise them to reflect new events or circumstances, except as may be required by law.

Nature of Business and Structure of the Company

The Company's business focuses on the generation of shareholder value through high growth energy projects - primarily through identifying, acquiring, and exploring oil and gas assets

The Company operates in the Republic of Guyana ("**Guyana**"), the Republic of South Africa ("**South Africa**") and the Republic of Namibia ("**Namibia**").

The common shares of the Company (the "**Common Shares**") trade on the TSX Venture Exchange (the "**TSXV**") under the symbol "EOG", and on the AIM Market of the London Stock Exchange (the "**AIM**") under the symbol "ECO".

Overview of Operations

Oil and Gas exploration

Eco (Atlantic) Guyana Inc. ("**Eco Guyana**"), the Company's wholly owned subsidiary, currently holds a 15% interest in the Orinduik Block offshore Guyana governed by a petroleum agreement between the Company, the Government of Guyana, Tullow Guyana B.V. and TOQAP Guyana B.V. (the "**Orinduik License**").

Effective June 28, 2021 and following a second investment in January 2022, the Company became the indirect owner of an interest in the Canje Block offshore Guyana (the "**Canje Block**") through the acquisition of a 7.35% interest (and up to 11.4% on a fully diluted basis) in JHI Associates Inc., a private company incorporated in Ontario and headquartered in Toronto, Canada. The Canje Block is operated by ExxonMobil and is held by Working Interest ("**WI**") partners Esso Exploration & Production Guyana Limited (35%), Total Energies E&P Guyana B.V. (35%), JHI Associates (BVI) Inc. (17.5%) and Mid-Atlantic Oil & Gas Inc. (12.5%).

The Company holds, through Azinam Limited and Azinam South Africa Limited, two wholly owned subsidiaries of the Company, two offshore petroleum licenses in South Africa being petroleum exploration license number 2B (the "**2B Block**"), petroleum exploration license number 3B/4B (the "**3B/4B Block**") (together the "**South African Licenses**").

The Company also holds four licenses in the Walvis Basin, Offshore Namibia ("**Namibia Licenses**"): (i) Petroleum Exploration License ("PEL") #097 (the "**Cooper License**") and (ii) PEL #099 (the "**Guy License**") (iii) PEL #098 (the "**Sharon License**") and (iv) PEL #100 (the "**Tamar License**"). The terms of the Namibia Licenses are governed by Petroleum Agreements (each, a "**Namibia Petroleum Agreement**" and collectively, the "**Eco Namibia Petroleum Agreements**") between the Company, its Namibia Licenses partners, and Namibia's Ministry of Mines and Energy (the "**Ministry**").

The Company is in the development stage and has not yet commenced principal producing operations other than acquiring and analyzing certain pertinent geological data in Guyana and Namibia and drilling two exploration wells in Guyana. The Company is currently engaged in the exploration and development of its properties, in addition to evaluating the Jethro and Joe oil discoveries, to determine the appropriate appraisal approach.

Renewable Energy development

During 2021, the Company's subsidiary, Eco (BVI) Oil and Gas Ltd, was renamed Solear Ltd., to source, acquire and develop an exclusive pipeline of potential high yield solar energy projects, with a geographic focus in southern Europe. An independent senior team was engaged in the review and analysis of several development projects with potentially promising returns to seek to generate shareholder value.

In February, 2022, the Board of directors approved the sale of the Kozani project and resolved to discontinue the renewable energy operations.

Significant Developments

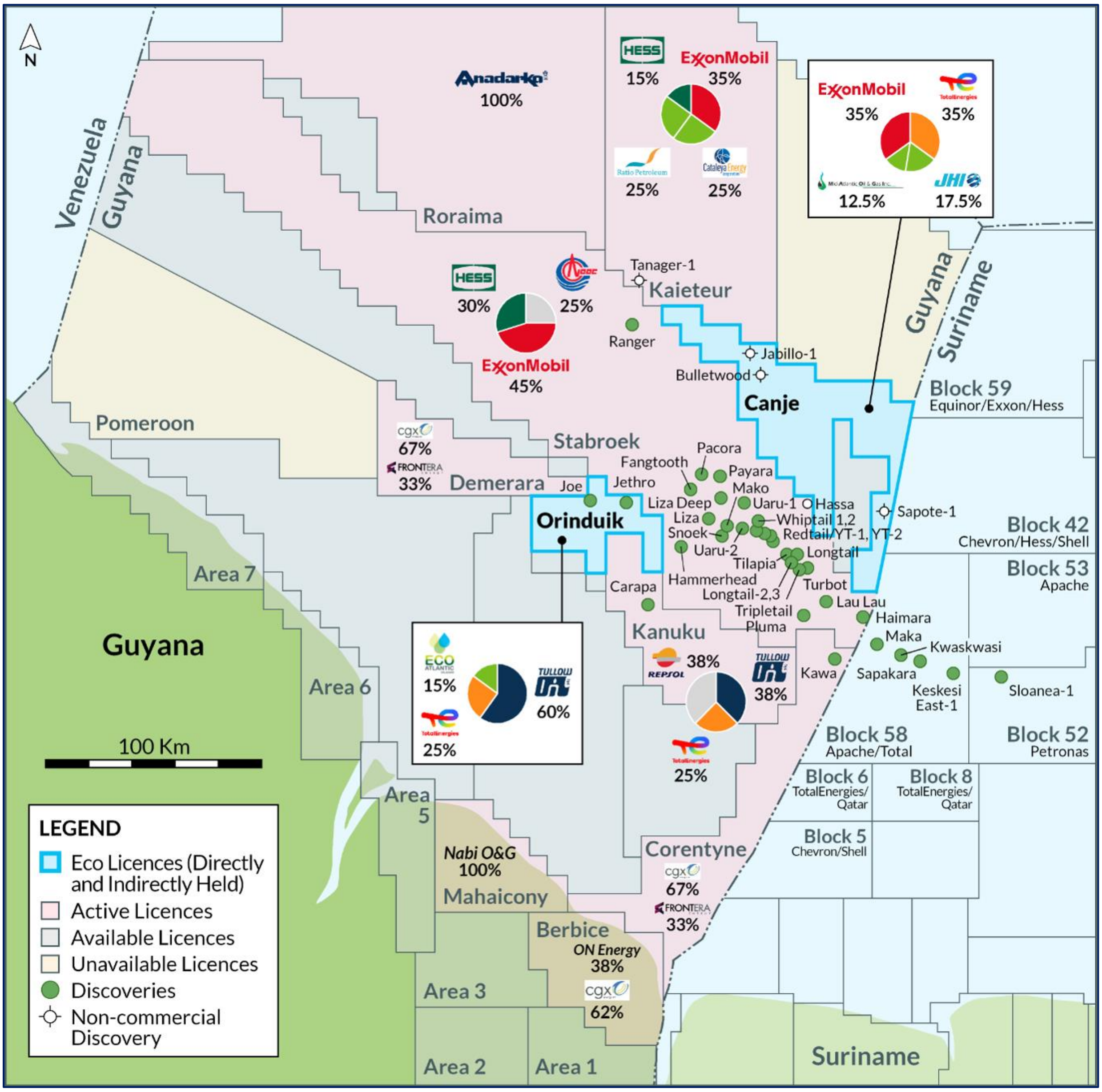
- On June 28, 2021, the Company announced that it had closed a transaction with JHI Associates Inc. ("**JHI**"), a private company incorporated in Ontario and headquartered in Toronto, Canada, for the Company to acquire up to a 10% interest in JHI on a fully diluted basis (the "**JHI Transaction**") and to appoint Keith Hill, a non-executive Director of the Company, to the JHI board of directors. The JHI Transaction provides the Company with immediate exposure to a current active drilling program in the Canje Block.
- On June 28, 2021, the Company announced a private placement offering (the "**Offering**") of 14,945,913 Units in the capital of the Company (the "**Units**") at a price of CAD $0.41 per Unit. Each Unit consists of one Common Share and one whole Common Share purchase warrant (the "**Warrants**"). Each Warrant entitles the holder thereof to acquire one additional Common Share in the capital of the Company (each a "**Warrant Share**") at a price of CAD $0.47 per Warrant Share at any time until such date as is two years after the closing of the Offering. The Offering was completed with two subscribers, namely Africa Oil Corp. ("**Africa Oil**") and Charlestown Energy Partners, LLC. The private placement subsequently closed on July 9, 2021.
- On July 5, 2021, the Company announced that it received a detailed update from JHI. The Jabillo-1 well in the Canje Block reached its planned target depth and was evaluated but did not show evidence of commercial hydrocarbons. Jabillo-1 will now be plugged and abandoned. This well was drilled at no cost to JHI or Eco and was completed on a full carry basis. JHI has also announced that the Block Operator ExxonMobil had confirmed its plan to spud another exploration well, Sapote 1, around mid-August 2021.
- On November 1, 2021, the Company announced that it had received an update from JHI that ExxonMobil has successfully and safely drilled the Sapote-1 well on the Canje Block, to a depth of 6,759 meters (22,172 ft), in 2,549 meters (8,362 ft) of water. The well recorded hydrocarbon shows while drilling, and in the logging sequence, in a deeper interval than anticipated, but had no shows in the upper primary objective horizon. With sidewall coring and wireline logging complete, ExxonMobil will now work to define the reservoir properties, including porosity and permeability, and the cored samples will be analysed for hydrocarbons.
- On December 29, 2021, the Company announced that shareholders of the Company approved all resolutions placed before them at the annual and special meeting of shareholders of the Company held on December 29, 2021.
- On January 10, 2022, the Company announced the entering into of a memorandum of understanding ("**MOU**") to acquire 100% of the issued and outstanding securities of Azinam Group Limited ("**Azinam**") in consideration for the issuance of 16.5% of its Common Shares (post issuance) (the "**Acquisition**"). On February 8, 2022, the Company announced that the MOU was superseded by a binding share purchase agreement.

- On January 12, 2022, the Company announced that six directors of the Company and one senior manager elected to exercise 4,450,000 options to acquire Common Shares which were due to expire at midnight on January 12, 2022, at an exercise price of CAD $0.30 per stock option. In order to effect a cashless exercise, as permitted under the Company's Stock Option Plan, and minimize dilution to shareholders, the Board has agreed to issue, in aggregate, 1,599,999 Common Shares in lieu of the 4,450,000 options exercised, based on the closing price of the Common Shares on the TSXV on January 11, 2022 of CAD $0.45.
- On January 19, 2022, the Company announced that it had increased its interest in JHI, through the acquisition, from an arm's length third party, of an additional 800,000 common shares in the capital of JHI, to 7.35%, in consideration for the issuance to the arm's length party of 1,200,000 Common Shares in Eco.
- On February 24, 2022, the Company announced the decision of the board to focus entirely on oil and gas exploration and to discontinue the renewable energy business. The Company announced the sale of the Kozani project in Greece by Solear for approximately €1.8m (approximately CAD$2 million) to Nepcoe Ltd. ("**Nepcoe**"), This transaction was intended to enable the re-payment of this consideration to the Company pursuant to the shareholder loan advanced by Eco to Solear in 2021. As of the date of this report, the consideration has not been received in full (other than €120,000), however Nepco have confirmed their commitment to complete the transaction. The Company is considering a legal claim against Nepcoe for the balance of the amount plus damages under the binding SPA. The Company is therefore still the owner of the Kozani project.
- On March 11, 2022, the Company announced the completion of the acquisition of Azinam, save and accept for receipt of the final approval of the TSX Venture Exchange, with consideration for the acquisition being the issuance to Azinam of 40,170,474 Common Shares in the capital of Eco and warrants to acquire additional Common Shares in Eco, exercisable only in the case of a producible commercial discovery on Block 2B or Block 3B/4B, as follows: 20,000,000 warrants exercisable at a price of CAD$1.00 per Common Shares during the twenty-four month period immediately following May 11, 2022 and 20,000,000 warrants exercisable at a price of CAD$1.50 per Common Share during the thirty-six month period immediately following May 11, 2022, such exercise dates to be extended in the event a well is not drilled on Block 2B or Block 3B4B, until such time as a well is drilled on either block and a producible commercial discovery declared. The Company subsequently closed the issuance of securities to Azinam in two tranches, on receipt of approval from the TSX Venture Exchange for the acquisition, on March 28 2022 and May 11, 2022, respectively.
- On March 14, 2022, the Company announced that it that it has signed a Commercially Binding Term Sheet to acquire 100% of JHI, including JHI's 17.5% WI in the Canje Block. On June 14, 2022 the Company announced the termination of the aforementioned acquisition of JHI.
- On March 21, 2022, the Company announced the publication of an updated NI 51-101 compliant Competent Person's Report ("**CPR**") on its assets. The CPR was compiled by WSP USA Inc., of Boulder Colorado, USA, an independent third-party auditor.

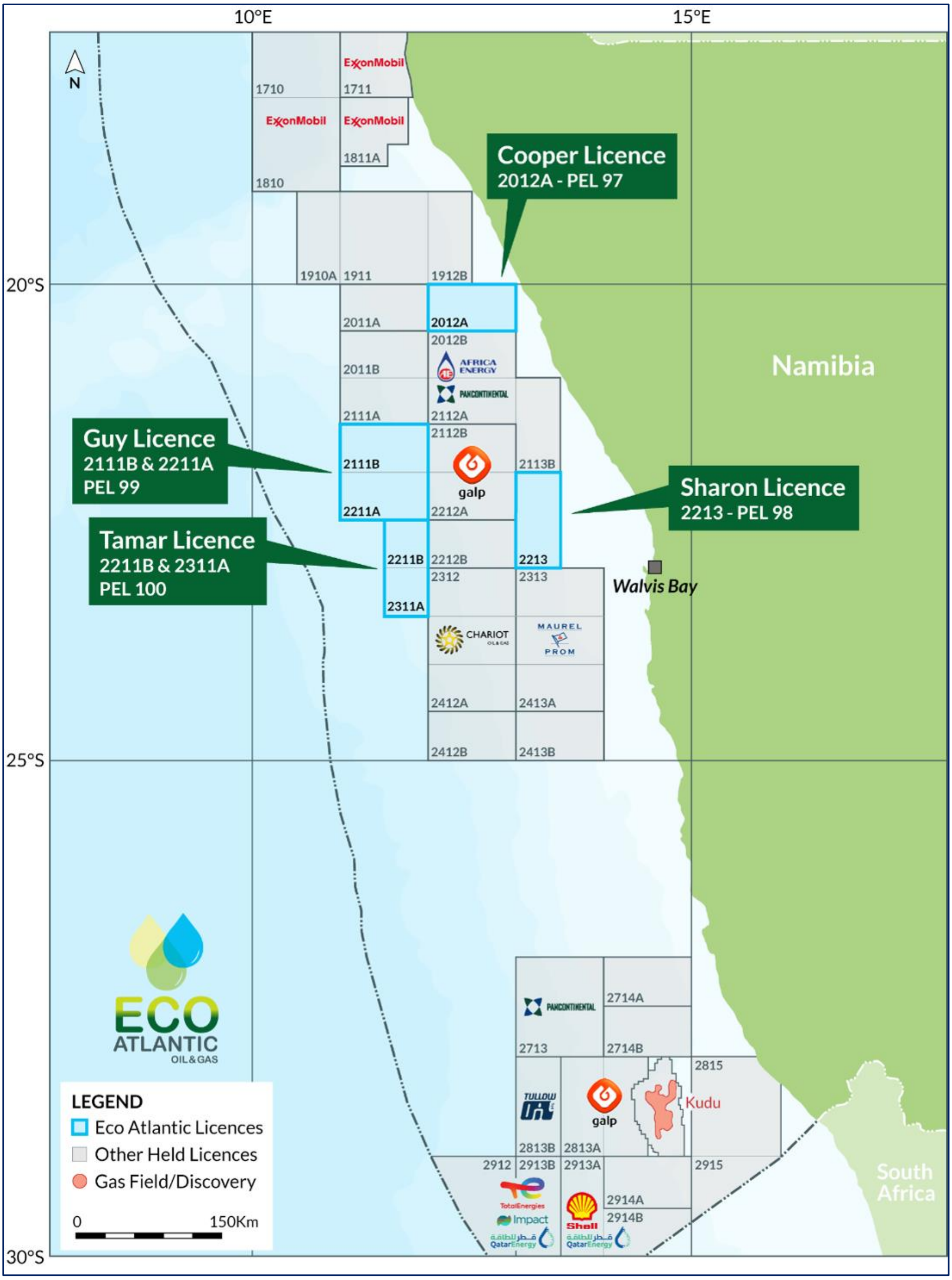
- On April 5, 2022, the Company announced a private placement offering of Common Shares at a price of CAD$0.50 per Common Share (the "**Issue Price**"). Subsequently, on April 6, 2022 the Company announced that it had placed an aggregate of 64,885,496 Common Shares at the Issue Price for gross proceeds of $25.5 million.
- On May 16, 2022, the Company announced the granting of 2,850,000 Restricted Share Units to directors, officers and advisers, of which 2,500,000 are to existing Executives and Directors, pursuant to the Company's Restricted Share Units Plan as well as the granting of options to subscribe for up to 7,050,000 Common Shares at a price of CAD$0.50 per Common Share at any time up to 5 years from the date of issue.
- On June 27, 2022, the Company announced the entering into of a farm out agreement for the acquisition of an additional 6.25% Participating Interest in the 3B/4B Block (the "**PI**"). On July 6, 2022 the Company announced receipt of TSXV approval to the aforementioned acquisition which resulted in the of 2,702,702 Common Shares at a deemed price of CAD$0.48 per Common Share and a cash amount of $1 million to the vendor of the PI (the "**Vendor**"). Upon fulfillment of future conditions the Vendor is entitled to receive: (i) a cash amount of $500,000 (ii) Common Shares, at a deemed price of CAD$0.48 per Common Share, having an aggregate value of $500,000 (or alternatively in lieu of such Common Shares, at the Company's sole discretion, pay an additional amount of US$500,000 to the Vendor such that the cash consideration is $1 million); (iii) Common Shares a deemed price of CAD$0.48 per Common Share having an aggregate value of $3 million, which Common Shares will be subject to contractual lock up restrictions; (iv) Common Shares at a deemed price of CAD$0.48 per Common Share, having an aggregate value of $2 million; and (v) Common Shares equal to $2 million divided by the greater of (i) the value of the 30 day VWAP per Common Share prior to the date of the press release announcing the issue of such Common Shares; and (ii) the lowest issuance price then allowed by the rules of the TSXV and AIM (to the extent then listed on such markets, otherwise the average (if listed on more than one market) on such markets as the Common Shares are then listed) subject to a maximum of 10,000,000 Common Shares.
- On June 27, 2022, the Company announced the successful completion of an equity financing on a private placement basis for gross proceeds of $12.3 million (the "**Financing**"). The Financing resulted in the issuance of 33,406,531 Common Shares, at a deemed price of CAD$0.48 per Common Share, and an equal amount of warrants with each such warrant exercisable into one additional Common Share upon payment of CAD$.5215. TSXV approval for the Financing was announced by the Company on July 6, 2022.

The location of the Company's exploration licenses are indicated on the maps below:

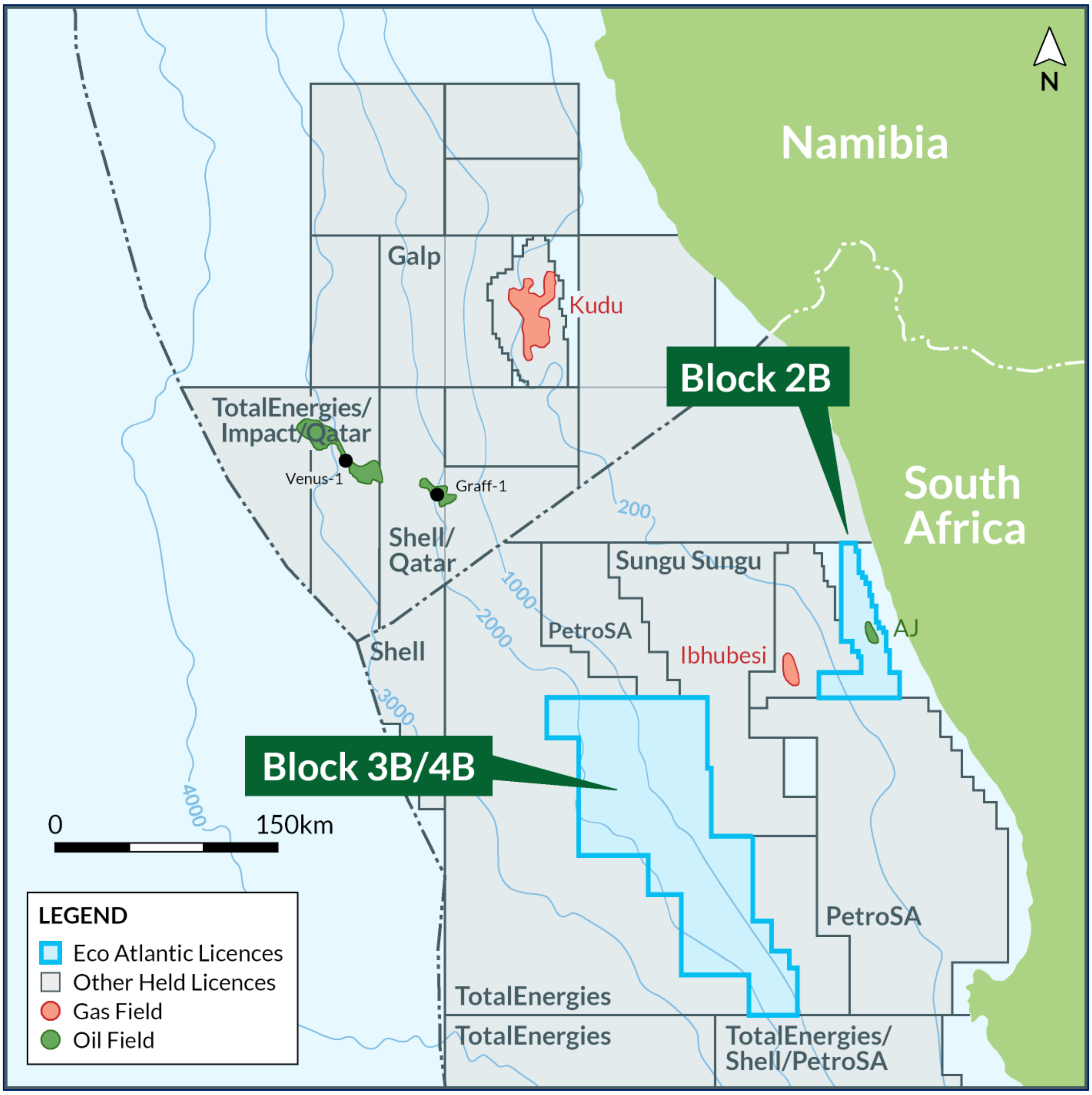
<u>Guyana</u>



Namibia


10°E
15°E
20°S
25°S
30°S
N
1710
1711
1810
1811A
1910A
1911
1912B
Cooper Licence
2012A - PEL 97
2011A
2012A
2012B
2011B
2111A
2112A
2112B
2113B
Namibia
Guy Licence
2111B & 2211A
PEL 99
2111B
2211A
2212A
Sharon Licence
2213 - PEL 98
Tamar Licence
2211B & 2311A
PEL 100
2211B
2212B
2213
2312
2313
2311A
Walvis Bay
2412A
2413A
2412B
2413B
2714A
2713
2714B
2815
Kudu
2813B
2813A
2912
2913B
2913A
2915
2914A
2914B
South Africa
ECO ATLANTIC OIL & GAS
LEGEND
Eco Atlantic Licences
Other Held Licences
Gas Field/Discovery
0
150Km

South Africa



GUYANA

Orinduik Block

The Orinduik Block governed by the Orinduik License is located offshore Guyana. The 1,800km^2 Orinduik Block is situated in shallow to deep water (70m-1,400m), 170 km offshore Guyana in the Suriname Guyana basin and is located in close proximity to the ExxonMobil led consortiums' 25 oil discoveries which is estimated by ExxonMobil to contain approximately 11 billion recoverable BOE.

In accordance with the Orinduik License and following TotalEnergies E&P Activitiés Pétrolières' ("**TotalEnergies**") exercise of their Total Option (as defined below), Eco (Atlantic) Guyana Inc. ("**Eco Guyana**") holds a 15% WI in the Guyana License, TotalEnergies held a 25% WI (now held by TOQAP Guyana B.V.) and Tullow Guyana holds a 60% interest (Operator) (together the "**Partners**").

On September 11, 2018, the Company announced the filing of a Competent Persons Report ("**Report**") with 2.9 BBOE prospective resource P50 Best Estimate. On March 18, 2019, the Company announced an update to the Report pursuant to which the potential resource on the Orinduik Block, offshore Guyana, was increased to 3.981 BBOE prospective resource P50 Best Estimate, subsequently updated in February 2020.

On December 5, 2018, the Company announced its 2019 drilling program for the Orinduik Block, offshore Guyana. The net cost of the first well, named the Jethro-Lobe prospect, which is located 170 km offshore in the Suriname Guyana basin, was US$7.6 million, the prospect, which was drilled from a conventional drill ship, is a lower tertiary stratigraphically trapped canyon turbidite in about 1,350m of water. The prospect, at that time, was estimated to hold 216 mmbbl of gross prospective resources with the 'Chance of Success' estimated to be 43.2%.

On August 12, 2019, the Company announced a major oil discovery on the Orinduik License. The Jethro-1 exploration well was drilled by the Stena Forth drillship to a final depth of 14,331 feet (4,400 meters) in approximately 1,350 meters of water. Evaluation of logging data confirmed that the Jethro-1 is the first discovery on the Orinduik License and comprises oil-bearing sandstone reservoir of Lower Tertiary age. It encountered 180.5 feet (55 meters) of net oil pay in lower Tertiary sandstone reservoirs.

On August 27, 2019, the Company announced the commencement of drilling of the Joe prospect ("**Joe-1**") the Company's second exploration well on the Orinduik Block. Joe-1 was spud using the Stena Forth drillship, which previously drilled the Jethro-1 discovery.

On September 16, 2019, the Company announced a second oil discovery on the Orinduik Block, offshore Guyana. The Joe-1 exploration well was drilled by the Stena Forth drillship to a final depth of 7,176 feet (2,175 meters) in approximately 2,546 feet (780 meters) of water. Evaluation of MWD, wireline logging and sampling of the oil confirms that Joe-1 is the second discovery on the Orinduik License and comprises oil-bearing sandstone reservoir with a high porosity of Upper Tertiary age. The Joe-1 well encountered 52 feet (16 meters) of continuous thick sandstone.

On November 13, 2019, the Company announced that wells were drilled within budget, with MWD logging tool and conventional wireline, and the reservoirs were considered to be high quality sands with good permeability.

Fluid samples were taken in both of the wells and were sent for analysis by the Operator. Samples recovered from Jethro-1 and Joe-1 were mobile heavy crudes, not dissimilar to the commercial heavy crudes in the North Sea, Gulf of Mexico, the Campos Basin in Brazil, Venezuela and Angola, with high sulphur content.

On December 9, 2019, the Partners elected to enter the next exploration phase (the "**First Renewal Period**") of the Orinduik License signed on January 14, 2016 and have submitted their official notice to the Department of Energy of the Government of Guyana.

The entering into of the First Renewal Period, which commenced from January 14, 2020, will see the Partners maintain control of the licence for a further three years, through to January 13, 2023, and until the second renewal exploration period which will last until 2026.

On February 3, 2020, the Company announced the filing of a National Instrument 51-101 compliant resource report on the Orinduik Block, offshore Guyana showing significant increase in Gross Prospective Resources to 5,141 MMBOE (771 MMBOE net to Eco) from previous estimate of Gross Prospective Resources of 3,981 MMBOE in March 2019.

On March 15, 2021, the Department of Energy of the Government of Guyana provided final approval for the transfer of the TotalEnergies E&P Guyana B.V. 25% WI in the Orinduik License to a new company jointly owned by TotalEnergies E&P Guyana B.V. (60%) and Qatar Energy (40%), namely TOQAP Guyana B.V. ("**TOQAP**"). Accordingly, the JV Partners now comprise Eco Atlantic (15% WI), Tullow Guyana B.V. (Operator, 60% WI) and TOQAP (25% WI).

The JV Partners are currently further defining the Orinduik geological modeling, 3D reprocessing, prospects maturation and upgrading of the drilling targets inventory selection in an ongoing process.

As of the date hereof, the remaining Exploration activities and the aggregate expenditure of such activities as estimated by management based on current costs for the Orinduik License is as follows(1):

Exploration Activities	Expenditure US$		Company's share of Expenditure US$	
By January 2026				
• 2nd renewal period – Drill one further exploration well (contingent)	$	30,000,000	$	4,500,000
Total	$	30,000,000	$	4,500,000

Note: (1) Drilling Exploration activities are not currently committed and cost estimates are based on management estimates for the costs if the relevant drilling exploration activity was to be undertaken as at the date of this document.

JHI ASSOCIATES INC.

Canje Block

JHI, a private company, holds a 17.5% WI in the 4,800 km^2 Canje Exploration Block offshore Guyana. The Canje Block is operated by ExxonMobil and is held by WI partners Esso Exploration & Production Guyana Limited (35%), with TotalEnergies E&P Guyana B.V. (35%), JHI Associates (BVI) Inc. (17.5%) and Mid-Atlantic Oil & Gas Inc. (12.5%).

JHI is a Guyana pure-play deepwater exploration company founded in 2011. In 2014, JHI teamed up with Guyana-based Mid-Atlantic Oil & Gas Inc. ("**MOGI**") which was awarded the Canje Block in 2015. In 2016, ExxonMobil joined the Canje Block as Operator, and in 2018 TotalEnergies farmed into the Block. Five years of extensive technical and seismic data analysis led to the identification of multiple drillable prospects and successfully applying for a multi-well drilling permit. The 2021 multi-well exploration program on the Canje Block sought to test the extension of the prolific hydrocarbon system which has resulted in over 10 billion barrels of oil equivalent of recoverable resources being discovered in the adjacent Stabroek Block since 2015.

As announced on June 28, 2021, Eco acquired a 6.4% interest in JHI Associates Inc. with the option to increase its stake to 10% on a fully diluted basis.

On January 19, 2022, the Company announced that it has increased its interest in JHI, through the acquisition from an arm's length third party of an additional 800,000 Shares in the capital of JHI, to 7.35% in consideration for the issuance to the arm's length party of 1,200,000 new Shares in Eco.

On July 5, 2021, it was announced that the second well on the Canje Block, Jabillo-1, was safely drilled in 2,903 meters of water by the Stena DrillMax drillship to its planned target depth of 6,475 meters. This well tested Upper Cretaceous reservoirs in a stratigraphic trap, reached planned target depth and was evaluated but did not show evidence of commercial hydrocarbons. This well was drilled at no cost to JHI or Eco and was completed on a full carry basis.

On August 31, 2021, the Company announced that ExxonMobil has spud the Sapote-1 in the Canje Block offshore Guyana. The Sapote-1 well was drilled to test Upper Cretaceous reservoirs in a stratigraphic trap. The well was drilled approximately 255 km northeast of Georgetown, in 2,550 meters of water, and was being drilled with the Stena DrillMax drillship. The Sapote prospect lies approximately 100 km southeast of the Jabillo location and approximately 50 km north of the Haimara discovery in the Stabroek Block and approximately 60 km northwest of the Maka Central discovery in Block 58.

On November 1, 2021 the Company announced that it had received an update from JHI that ExxonMobil has successfully and safely drilled the Sapote-1 well on the Canje Block, to a depth of 6,759 meters (22,172 ft), in 2,549 meters (8,362 ft) of water. The well recorded hydrocarbon shows while drilling, and in the logging sequence, in a deeper interval than anticipated, but had no shows in the upper primary objective horizon. With sidewall coring and wireline logging complete, ExxonMobil will now work to define the reservoir properties, including porosity and permeability, and the cored samples will be analysed for hydrocarbons.

South Africa

The Company holds two offshore petroleum licenses South Africa being petroleum exploration license number 2B (the "2B Block"), petroleum exploration license number 3B/4B (the "3B/4B Block"), (together the "South African Licenses").

Block 2B

Azinam South Africa Limited ("**Azinam SA**"), a wholly owned subsidiary of the Company, owns 50% WI of Block 2B, located in the Orange Basin and covers 3,062 km^2 off the west coast of South Africa 300 km north of Cape Town with water depths ranging from 50 to 200 meters. Oil was discovered and tested on the block by Soekor in the A-J1 borehole drilled in 1988. Thick reservoir sandstones were intersected between 2,985 meters and 3,350 meters. The well was tested and flowed 191 barrels of oil per day of 36-degree API oil from a 10 meter sandstone interval at about 3,250 meters. The 686 km 2013 3D seismic data confirmed the up-dip prospectivity of the A-J1 discovery and significant further prospectivity up to a total of 1 billion barrels of oil on the Block 2B license area.

Under the terms of the Azinam SA's farmout agreement with Africa Energy Corp., Azinam SA has acquired a 50.0% participating interest in Block 2B and become the Operator of Block 2B on behalf of the joint venture partners. Africa Energy Corp. will retain a 27.5% participating interest in the block. Simultaneously, Panoro 2B Limited, a subsidiary of Panoro Energy ASA has become a 12.5% participating interest holder on the license. Crown Energy AB indirectly holds the remaining 10% participating interest. Eco as the Operator is planning to spud an exploration well (Gazania 1) on the block in Q3 2022.

As of the date hereof, the Company and its partners on the block are committed to drill a exploratory well by November 2022. The well is estimated to cost $34 million and under the terms of the FOA Eco will fund 75% of the well costs (approximately $25.5 million). The Company has already spent $3.5 million as of June 30, 2022.

Block 3B/4B

Azinam Limited, a wholly owned subsidiary of the Company, owns a 20% WI of Block 3B/4B, located between 120-250 kms offshore western South Africa, directly south of the prolific multibillion barrels discoveries offshore Namibia announced in April 2022 by Shell (Graff-1) and TotalEnergies (Venus-1), and covers an area of 17,581 km² and lies in water depths ranging from 300-2500m. The 3B/4B license was previously held by BHP Billiton who acquired a 10,000 km² GeoStreamer 3D survey in 2012, which Azinam plans to reprocess. During the same year, Shell acquired a further 8,000 km² of 3D to the north of the 3B/4B, which is on strike with the BHP survey. 1,400 km of multi vintage 2D seismic data also spans the license.

As of March 31, 2022, Azinam has a 20% participating interest in Block 3B/4B. Africa Oil has a 20% WI and is the Operator and Ricocure (Proprietary) Limited ("Ricocure") has a 60% WI. Under the terms of the agreement between the parties, Azinam Limited and Africa Oil will carry Ricocure's 60% WI until the parties on the block commit to the first exploration well, such that the Company currently funds 50% of the costs incurred.

Historically, a considerable number of wells (32) were drilled in the shallow water western margin of South Africa, to the east of 3B/4B. These wells were predominantly targeting the Mid-Cretaceous Aptian source play. Most of these wells encountered gas or gas shows due to the considerable depth of burial of the Aptian source. Oil was found along the margin, within the AJ-1 well, but this oil was typed to a syn-rift lacustrine source unit, and its extent is believed to be localised. Encouragingly, further offshore, in the area surrounding 3B/4B, overburden thicknesses decrease and the more laterally extensive Aptian source is prognosed to be oil prone. This has resulted in a considerable resurgence of industry interest by major players such as Shell, Kosmos, Total and Anadarko.

Substantial quantities of Late Cretaceous sands, sourced by the Orange River, have been encountered in wells offshore South Africa and are a major focus for reservoir investigation. Seismic has allowed these deposits to be identified and indicates significant reservoir potential to be present in the form of turbidites and reworked sands. These can often be trapped within rollover and toe-thrust structures. Carbonate deposits, associated with outer-highs, have also been encountered and are becoming more of a focus for upcoming exploration.

Wolf, formerly Aardwolf, is one of the key prospects on block 3B/4B. It comprises a significant 110 km^2 four-way structural closure of a Barremian/Aptian aged carbonate build-up. The Moosehead-1 well, drilled by HRT in the Namibian part of the Orange Basin, demonstrated the potential for this Lower Cretaceous carbonate play by penetrating 100m of Barremian limestone deposited above the marginal ridge. In addition to Aardwolf, significant prospects also exist through all stratigraphic levels, from the Barremian to the Maastrichtian, with both structural and stratigraphic trapping types being considered.

As of the date hereof, the partners on the block will not conduct any field activity during 2022, as all obligations will have been met with the completion of the 3D processing which is 95% complete and expected to be fully completed by the end of July 2022.

NAMIBIA

Cooper License

The Cooper License covers approximately 5,788 km^2 and is located in Block 2012A offshore in the economical waters of Namibia (the "**Cooper Block**"). The Company holds a 85% WI in the Cooper License, the National Petroleum Corporation of Namibia ("**NAMCOR**") holds a 10% WI, and Tangi Trading Enterprise cc ("**Tangi**") holds a 5% WI. The Company proportionally carry NAMCOR and Tangi's WI during the exploration period.

The Company owns a 1,100 km^2 3D seismic survey processed and interpreted with a drilling prospect ("**Osprey**") defined.

On February 5, 2021 a new ten (10) year life cycle for the Cooper License received final governmental approval.

As of the date hereof, the Exploration Activities, and the aggregate expenditure as estimated by management based on current costs for the Cooper License is as follows(1):

Period	**Minimum Exploration Work Program**	**Year**	**Minimum Estimated Expenditure**	**Company's share of expenditure**
Phase I	WELL TARGETING • 3D Interpretation, Final Processing • Comparison to Learnings From wells Drilled • Faulting Analysis, Source Rock Interpretation • Reprocessing, if required, Target Definition	Year 1 & 2	$ 550,000	$ 467,500
Phase II	WELL PLANNING • Final Location Investigation, Survey, if required • Well Engineering Design, Well Planning and Well Engineering	Year 3	$ 1,200,000	$ 1,020,000
Phase III	DRILLING EXPLORATORY WELL • Completion of Contracts, Completion of Engineering • Final Drilling Permits, Drilling of Exploratory Well	Year 4	$ 50,000,000	$ 42,500,000
	FIRST RENEWAL EXPLORATION PERIOD (2 YEARS) *(Optional 1-year extension)*			
Phase IV	RESOURCE AND PRODUCTION ASSESSMENT • Based on successful well, Company will complete resource and production assessment and consider offset well • (*If* exploration *well is unsuccessful evaluate new 3D survey)*	Year 5	$ 450,000	$ 382,500
Phase V	OFFTAKE PRODUCTION ENGINEERING PLANNING • Based on successful well, Company completes target assessment and begins planning and permitting for drilling of an offset production well • (*If initial exploration well is unsuccessful, define areas of primary* interest, *permit new 1,200 km^2 3D Survey, Estimate $8/mm)*	Year 6	$ 600,000	$ 510,000

	SECOND RENEWAL EXPLORATION PERIOD (2 YEARS) *(Optional 1-year extension)*			
Phase VI	DRILLING ASSESSMENT WELL • Based on Successful Well, Complete Planning for Assessment Well • Evaluate Offtake Plans Based on 2nd Well Success • Drill Assessment Well, Begin Offtake Engineering and Design	Year 7 & 8	$ 45,000,000	$38,250,000

Notes

(1) Exploration Activities are not currently committed and cost estimates are based on management estimates for the costs if the relevant Exploration Activity was to be undertaken as at the date of this document.

Sharon License

The Sharon License covers approximately 5,700 km^2 and is located in Block 2213 offshore in the economical waters of Namibia (the "**Sharon Block**"). The Company holds a 85% WI in the Sharon License, NAMCOR holds a 10% WI and Titan Oil and Gas (Pty) Ltd holds a 5% WI ("**Titan**"). The Company proportionally carry NAMCOR and Titan's WI during the exploration period.

The Company owns 3,000 km 2D seismic survey for the Sharon Block.

On 5 February, 2021 a new ten (10) year life cycle for the Sharon License received final governmental approval.

As of the date hereof, the remaining Exploration Activities and the aggregate expenditure as estimated by management based on current costs for the Sharon License is as follows(1):

Period	Minimum Exploration Work Program -	Year	Minimum Estimated Expenditure	Company's share of expenditure
Phase I	SEISMIC PLANNING AND 2D SEISMIC PROGRAM • Existing 2D Interpretation • Seismic Planning and Complete 2D Seismic Program 1000 km • Processing, Interpretation • Comparison to Learnings other programs and wells Drilled • Faulting Analysis, Source Rock Interpretation	Year 1 & 2	$ 1,000,000	$ 850,000
Phase II	3D SEISMIC PLANNING AND PROGRAM CONTRACTING • 3D Contracting, Planning, Permitting, Operations 1000 km Regional Interpretation	Year 3	$ 6,200,000	$ 5,270,000
Phase III	3D PROCESSING AND INTERPRETATION • Completion of Processing • Interpretation and analysis • Well Target Selection • Drilling Permits • Drilling Contractor	Year 4	$ 1,500,000	$ 1,275,000
	FIRST RENEWAL EXPLORATION PERIOD (2 YEARS) *(Optional 1-year extension)*			

Period	Minimum Exploration Work Program -	Year	Minimum Estimated Expenditure	Company's share of expenditure
Phase IV	DRILLING EXPLORATORY WELL • Completion of Contracts, Completion of Engineering • Final Drilling Permits, Drilling of Exploratory Well RESOURCE AND PRODUCTION ASSESSMENT • Based on successful well, Company will complete resource and production assessment and consider offset well • (*If exploration well is unsuccessful evaluate new 3D survey)*	Year 5	$ 40,000,000	$ 34,000,000
Phase V	OFFTAKE PRODUCTION ENGINEERING PLANNING • Based on successful well, Company completes target assessment and begins planning and permitting for drilling of an offset production well • (*If initial exploration well is unsuccessful, define areas of primary interest, permit new 1,200 km^2 3D Survey, Estimate $8mm)*	Year 6	$ 600,000	$ 510,000
	SECOND RENEWAL EXPLORATION PERIOD (2 YEARS) *(Optional 1-year extension)*			
Phase VI	DRILLING ASSESSMENT WELL • Based on Successful Well, Complete Planning for Assessment Well • Evaluate Offtake Plans Based on 2nd Well Success • Drill Assessment Well, Begin Offtake Engineering and Design	Year 7 & 8	$ 40,000,000	$ 34,000,000

Notes
(1) Exploration Activities are not currently committed and cost estimates are based on management estimates for the costs if the relevant Exploration Activity was to be undertaken as at the date of this document.

Guy License

The Guy License covers 11,457 km^2 and is located in Block 2111B and 2211A offshore in the economical waters of Namibia (the "**Guy Block**"). The Company holds a 85% WI in the Guy License, NAMCOR holds a 10% WI and Lotus Explorations (Pty) Ltd holds a 5% WI ("**Lotus**"). The Company proportionally carry NAMCOR and Lotus' WI during the exploration period.

The Company owns 1,000 km 2D seismic survey and 870 km^2 3D seismic survey on the Guy Block.

On 5 February, 2021 a new ten (10) year life cycle for the Guy License received final governmental approval.

As of the date hereof, the remaining Exploration Activities and the aggregate expenditure as estimated by management based on current costs for the Guy License is as follows: (1)

Period	Minimum Exploration Work Program	Year	Minimum Estimated Expenditure	Company's share of expenditure
Phase I	SEISMIC PLANNING AND 2D SEISMIC PROGRAM • Existing 2D and 3D Interpretation • Seismic Planning and Complete 2D Seismic Program 1000 km • Processing, Interpretation • Comparison to Learnings other programs and wells Drilled • Faulting Analysis, Source Rock Interpretation	Year 1 & 2	$ 1,250,000	$ 1,062,500
Phase II	3D SEISMIC PLANNING AND PROGRAM CONTRACTING • 3D Contracting, Planning, Permitting, Operations 1000 km Regional Interpretation	Year 3	$ 6,400,000	$ 5,440,000
Phase III	3D PROCESSING AND INTERPRETATION • Completion of Processing • Interpretation and analysis • Well Target Selection • Drilling Permits • Drilling Contractor	Year 4	$ 1,500,000	$ 1,275,000
	FIRST RENEWAL EXPLORATION PERIOD (2 YEARS) *(Optional 1-year extension)*			
Phase IV	DRILLING EXPLORATORY WELL • Completion of Contracts, Completion of Engineering • Final Drilling Permits, Drilling of Exploratory Well RESOURCE AND PRODUCTION ASSESSMENT • Based on successful well, Company will complete resource and production assessment and consider offset well • (*If exploration well is unsuccessful evaluate new 3D survey)*	Year 5	$ 50,000,000	$ 42,500,000
Phase V	OFFTAKE PRODUCTION ENGINEERING PLANNING • Based on successful well, Company completes target assessment and begins planning and permitting for drilling of an offset production well • (*If initial exploration well is unsuccessful, define areas of primary interest, permit new 1,200 km^2 3D Survey, Estimate $8mm)*	Year 6	$ 600,000	$ 510,000
	SECOND RENEWAL EXPLORATION PERIOD (2 YEARS) *(Optional 1-year extension)*			

Period	Minimum Exploration Work Program	Year	Minimum Estimated Expenditure	Company's share of expenditure
Phase VI	DRILLING ASSESSMENT WELL • Based on Successful Well, Complete Planning for Assessment Well • Evaluate Offtake Plans Based on 2nd Well Success • Drill Assessment Well, Begin Offtake Engineering and Design	Year 7 & 8	$50,000,000	$ 42,500,000

Notes

(1) Exploration Activities are not currently committed and cost estimates are based on management estimates for the costs if the relevant Exploration Activity was to be undertaken as at the date of this document.

Tamar License

The Tamar License covers approximately 5,649 km^2 and is located in Block 2211B and 2311A offshore in the economical waters of Namibia (the "**Tamar Block**"). The Company holds an 85% WI in the Tamar Block, NAMCOR holds a 10% WI and Moonshade Investment (Pty) Ltd ("**Moonshade**") holds a 5% WI. The Company proportionally carry NAMCOR and Moonshades' WI during the exploration period.

On 5 February, 2021 a new ten (10) year life cycle for the Tamar License received final governmental approval.

As of the date hereof, the remaining Exploration Activities and the aggregate expenditure as estimated by management based on current costs for the Tamar License is as follows: (1)

Period	Minimum Exploration Work Program	Year	Minimum Estimated Expenditure	Company's share of expenditure
Phase I	SEISMIC PLANNING AND 2D SEISMIC PROGRAM • Existing 2D Interpretation • Seismic Planning and Complete 2D Seismic Program • Processing, Interpretation • Comparison to Learnings other programs and wells Drilled • Faulting Analysis, Source Rock Interpretation	Year 1 & 2	$ 1,250,000	$ 1,250,000
Phase II	3D SEISMIC PLANNING AND PROGRAM CONTRACTING • 3D Contracting, Planning, Permitting Regional Interpretation	Year 3	$ 6,400,000	$ 6,400,000
Phase III	3D PROCESSING AND INTERPRETATION • Completion of Processing • Interpretation and analysis • Well Target Selection • Drilling Permits • Drilling Contractor	Year 4	$ 1,500,000	$ 1,500,000

Period	Minimum Exploration Work Program	Year	Minimum Estimated Expenditure	Company's share of expenditure
	FIRST RENEWAL EXPLORATION PERIOD (2 YEARS) *(Optional 1-year extension)*			
Phase IV	DRILLING EXPLORATORY WELL • Completion of Contracts, Completion of Engineering • Final Drilling Permits, Drilling of Exploratory Well RESOURCE AND PRODUCTION ASSESSMENT • Based on successful well, Company will complete resource and production assessment and consider offset well • (*If exploration well is unsuccessful evaluate new 3D survey)*	Year 5	$ 40,000,000	$ 40,000,000
Phase V	OFFTAKE PRODUCTION ENGINEERING PLANNING • Based on successful well, Company completes target assessment and begins planning and permitting for drilling of an offset production well • (*If initial exploration well is unsuccessful, define areas of primary interest, permit new 1,200 Km^2 3D Survey, Estimate $8mm)*	Year 6	$ 600,000	$ 600,000
	SECOND RENEWAL EXPLORATION PERIOD (2 YEARS) *(Optional 1-year extension)*			
Phase VI	DRILLING ASSESSMENT WELL • Based on Successful Well, Complete Planning for Assessment Well • Evaluate Offtake Plans Based on 2nd Well Success • Drill Assessment Well, Begin Offtake Engineering and Design	Year 7 & 8	$ 40,000,000	$ 40,000,000

Notes

(1) Exploration Activities are not currently committed and cost estimates are based on management estimates for the costs if the relevant Exploration Activity was to be undertaken as at the date of this document.

Environmental, Social and Governance "ESG"

Eco Atlantic is committed to meeting the highest standards of ESG practices across all aspects of the business. The Company is committed to the countries it operates in and is dedicated to promoting sustainable growth as well as support for the local communities in which we work.

Eco operates as a responsible custodian in compliance with the applicable environmental laws and regulations of the countries in which it operates. This commitment informs every aspect of the business, including how it researches, plans and designs new exploration projects, operates its portfolio, collaborates with stakeholders and reports progress.

Environmental Stewardship

Eco aims to embed environmental stewardship in everything it does. Eco recognizes that oil and gas activities may result in an impact to the environment in its areas of operation and it is committed minimize this by following stringent operational planning practices.

- Eco is continually developing its management systems to implement its ESG Policies and to measure its effectiveness as part of a process of goal of continuous improvement
- Eco obtains and maintains all the necessary permits and licenses for its activities
- Eco consults with its stakeholders on environmental issues that may affect them

As a result, Eco strives to responsibly minimize environmental impacts across the full life cycle of our exploration operations and its corporate operations.

Corporate Social Responsibility

Eco's primary ESG goal is to contribute to a sustainable future for the countries we work within. As the energy sector continues to develop within these countries, they will inevitably benefit from the creation of both new sector direct work opportunities and more importantly massive indirect positive economic impact and job creation including infrastructure development, education, and growth. Within this context, Eco will continue to demonstrate its support and participation of proactive social and corporate responsibility.

Eco has a track record of in-country relationships and ESG engagement, the Company began implementing early-stage social responsibility programmes focused on education in both Namibia and Guyana over 10-years ago. A South Africa focused initiative has also been initiated with our local community stakeholders. Eco firmly believes that by supporting the younger generation with the foundation for effective education and the opportunity to gain valuable skills and education tools needed to succeed, the whole country will benefit from growth and prosperity.

Financial position

During the year ended March 31, 2022, the Company's operations were focused on Guyana, Namibia, prior to the acquisition of Azinam.

As at March 31, 2022, the Company had total assets of $45,868,780 and a net equity position of $40,221,940. This compares with total assets of $16,929,177 and a net equity position of $15,982,098 as at March 31, 2021. The Company had current liabilities of $5,646,839 as at March 31, 2022, as compared with $621,162 as at March 31, 2021.

As at March 31, 2022, the Company had working capital of $191,745 compared to working capital of $13,001,619 as at March 31, 2021. The Company had cash on hand of $3,438,834 as at March 31, 2022, compared with $11,807,309 as at March 31, 2021, and short-term investments of $52,618 at March 31, 2022 compared with $1,552,640 as at March 31, 2021.

During April and July 2022, the Company completed two private placements and raised a total of $37.8 million. Cash and cash equivalents as of the date of this report is $37.7 million.

Environmental Regulation

The Company's activities may be subject to environmental regulations, which may cover a wide variety of matters. It is likely that environmental legislation and permitting will evolve in a manner which will require stricter standards and enforcement. This may include increased fines and penalties for non-compliance, more stringent environmental assessments of proposed projects and a higher degree of responsibility for companies, their directors and employees.

The Company does not believe that any provision for such costs is currently required and is unable to determine the impact on its financial position, if any, of environmental laws and regulations that may be enacted in the future due to the uncertainty surrounding the form that these laws and regulations may take.

Summarized Financial Information (in US Dollars)

	Year ended March 31, 2022	Year ended March 31, 2021
Revenue		
Interest income	**$ 3,556**	$ 47,097
	3,556	47,097
Operating expenses:		
Compensation costs	**852,383**	712,667
Professional fees	**551,751**	501,349
Operating costs	**1,932,826**	1,659,029
General and administrative costs	**603,145**	500,720
Share-based compensation	**14,495**	144,327
Interest expsense	**-**	2,275
Foreign exchange gain	**(116,631)**	11,015
Total operating expenses	**3,837,969**	3,531,382
Operating loss	**$ 3,834,413**	$ 3,484,285

Exploration and evaluation assets and expenditures

For oil and gas prospects not commercially viable and financially feasible, the Company expenses exploration and evaluation expenditures as incurred. Exploration and evaluation expenditures include acquisition costs of oil and gas prospects, property option payments and evaluation activities. Exploration and evaluation expenditures associated with a business combination or asset acquisition are capitalized.

Once a project has been established as commercially viable and technically feasible, related development expenditures are capitalized. This includes costs incurred in preparing the site for production operations. Capitalization ceases when the oil and natural gas reserves are capable of commercial production, with the exception of development costs that give rise to a future benefit. Exploration and evaluation expenditures are capitalized if the Company can demonstrate that these expenditures meet the criteria of an identifiable intangible asset.

Interest income

During the year ended March 31, 2022, the Company earned interest of $3,556 from funds invested in interest bearing deposits with financial institutions, as compared with $47,097 earned during the year ended March 31, 2021.

The decrease in interest earned during the year reflects the decrease in average cash balances during the year as the Company used its cash reserves to finance its operations.

Expenses

As operator of the some of its petroleum exploration licenses, the Company bills certain partners for their respective share in certain compensation, operating and administrative expenses on the Company's Namibian Licenses ("**JOA Recoveries**").

Operating costs

Operating costs include amounts spent on data acquisition, technical consulting and analysis, incurred in connection with the Company's oil and gas licenses.

During the year ended March 31, 2022, the Company incurred net operating costs of $1,932,826 as compared to net operating costs of $1,659,029 for the year ended March 31, 2021.

The increase in 2022 for the year ended March 31, 2022 relates primarily to an increase in license and Petrofund fees in respect of the Company's Namibian licenses.

Compensation costs

Compensation costs represent amounts paid by the Company for compensation to certain members of management and non-executive directors.

During the year ended March 31, 2022, the Company incurred compensation costs of $852,383 as compared to $712,667 for the year ended March 31, 2021.

Professional fees

Professional fees represent amounts paid by the Company for professional fees provided to the Company by independent service providers.

During the year ended March 31, 2022, the Company incurred professional fees of $551,751 compared to $501,349 for the year ended March 31, 2021.

General and administrative costs

General and administrative costs include public company charges, travel and entertainment, occupancy and general office expenditures for the Company's head office in Toronto and its regional offices in Guyana, London and Namibia.

During the year ended March 31, 2022, the Company incurred net general and administrative costs of $603,145 as compared to $500,720 during the year ended March 31, 2021 and representing a year on year increase of 20%.

General and Administrative costs increased during 2022 as compared to 2021, primarily due to public company costs, insurance and travel (following the ease in Covid- 19 travel restrictions).

Share based compensation

The share based compensation expense reflects the fair value of stock options granted to directors, officers, employees and consultants of the Company.

During the year ended March 31, 2022, share based compensation amounted to $14,495 as compared to $144,327 for the year ended March 31, 2021.

The reason for the significant decrease in amounts expensed in 2022 relates to the RSU's issued and expensed in 2021.

Foreign exchange

The foreign exchange movement during the year ended March 31, 2022, reflects the movements of the Canadian dollar, British Pound, Euro and Namibian dollar relative to the US Dollar. The Company's cash and cash equivalents and short-term investments are held primarily in US Dollars, but the Company also hold funds in in Canadian dollars, British Pounds and Euros.

Summary of Quarterly Results

Summarized quarterly results for the past eight quarters are as follows:

	Quarter Ended			
	31-Mar-22	31-Dec-21	30-Sep-21	30-Jun-21
Total income (loss)	$ (4,879)	$ -	$ 3,911	$ 4,524
Net profit (loss) for the period	$ (5,567,107)	$ 236,043	$ (400,636)	$ (825,624)
Basic loss per share	$ (0.021)	$ 0.001	$ (0.002)	$ (0.004)

	Quarter Ended			
	31-Mar-21	31-Dec-20	30-Sep-20	30-Jun-20
Total income	$ 5,318	$ 6,123	$ 7,247	$ 28,409
Net loss for the period	$ (1,540,808)	$ (642,375)	$ (691,758)	$ (804,866)
Basic loss per share	$ (0.005)	$ (0.005)	$ (0.010)	$ (0.000)

During the last six quarters, and following the drilling of two wells in Guyana, the Company, together with its partners, have been reprocessing 3D data and identifying additional targets to drill on our Guyana block. During the last four quarters, the Company has also focused its efforts on establishing the renewable solar energy division, which is now being discontinued.

Additional Disclosure for Venture Issuers Without Significant Revenue
(In US Dollars)

	Year ended March 31, 2022	2021
Gross expenditures on exploration and evaluation		
Cooper License	**$ 646,000**	$ 465,000
Guy License	**295,000**	126,000
Sharon License	**541,000**	391,000
Tamar License	**208,000**	99,900
Guyana License	**630,000**	646,000
Total	**$ 2,320,000**	$ 1,727,900
General and administrative expenses		
Occupancy and office expenses	**$ 9,875**	$ 35,062
Travel expenses	**46,145**	28,376
Public company costs	**490,549**	407,661
Insurance	**83,204**	56,223
Financial services	**13,889**	7,530
Recovered under JOAs	**(40,517)**	(34,131)
	$ 603,145	$ 500,720

Liquidity and Capital Resources

The financial statements have been prepared on a going concern basis whereby the Company is assumed to be able to realize its assets and discharge its liabilities in the normal course of operations. The financial statements do not reflect adjustments that would be necessary if the going concern assumption were not appropriate. If the going concern assumption was not appropriate for the financial statements, then adjustments of a material nature would be necessary in the carrying value of assets such as petroleum and natural gas licenses, liabilities, the reported expenses, and the balance sheet classifications used. Management continues to pursue financing opportunities for the Company to ensure that it will have sufficient cash to carry out its planned exploration program beyond the next year.

During the year ended March 31, 2022, the Company's overall position of cash and cash equivalents decreased by $8,368,475, including forex differences. This decrease in cash can be attributed to the following activities:

1) The Company's net cash used in operating activities during the year ended March 31, 2022 was $4,627,388 as compared to cash used in operating activities of $3,504,627 for the year ended March 31, 2021.
2) Cash used in investing activities for the year ended March 31, 2022 was $8,499,978 as compared to $3,309,289 for the year ended March 31, 2021. In 2022, the amount relates primarily to the Company's acquisition of 7.4% of JHI Associates Inc. and was offset by the redemption of short-term investments.
3) Cash generated from financing activities for the year ended March 31, 2022 was $4,870,616 as compared to nil for the year ended March 31, 2021. In 2022, the amount related primarily to a private placement completed in July 2021.

As discussed above, the Company is required to undertake specific exploration activities on each of the Company's licenses during each phase of development. (See "Overview of Operations" for information on the Company's commitments.)

The Company is currently engaged in the exploration and development of the licenses in order to assess the existence of commercially exploitable quantities of oil and gas and to determine if additional resources should be allocated to these licenses as per the work program commitments set out herein. The Company has completed the minimum exploration work required to date for each of its material licenses.

The Company has no revenue producing operations and continues to manage its costs, focusing on its higher potential licenses as described above. It may seek funding in the capital markets and may seek to pursue additional joint venture and farm-in opportunities with other suitable companies having access to capital, in order to meet its exploratory commitments and development strategy. Although the Company has been successful in raising funds to date, there can be no assurance that adequate funding will be available in the future, or available under terms favorable to the Company.

Common Share Data (as at July 29, 2022)

Common Shares[(1)]	344,022,014
Options issued to directors, officers and consultants	9,120,000
RSUs granted to directors, officers and consultants	2,368,000
Warrants	54,945,913
Common shares outstanding on a fully diluted basis	410,455,927

(1) On July 11, 2022, pursuant to a historic amalgamation with Pan African Oil Limited ("PAO"), effected in January 2015, 841,824 shares in the Company have now been cancelled as a result of such shares having not been claimed by certain shareholders of PAO.

Off-Balance Sheet Agreements

As of the date of this MD&A, the Company does not have any off-balance sheet arrangements that have or are reasonably likely to have, a current or future effect on its results of operations or financial condition, including, and without limitation, such consolidations as liquidity, capital expenditure and capital resources that would be considered material to investors.

Contractual Commitments

Licenses

The Company is committed to meeting all of the conditions of its licenses including annual lease renewal or extension fees as needed.

The Company, together with its partners on each license, submit annual work plans for the development of each license, which are approved by the relevant regulator.

Financial Instruments

Other risks and uncertainties the Company faces at present are market risk and foreign exchange risk.

Market risk is the risk of loss that may arise from changes in interest rates, foreign exchange rates and oil and gas prices. An extended period of depressed oil and gas prices could make access to capital more difficult and the Company is dependent on capital markets to fund its exploration and ultimately, its development programs.

Foreign exchange risk arises since most of the Company's costs are in currencies other than the Canadian dollar. Fluctuations in exchange rates between the Canadian dollar and the U.S. dollar could materially affect the Company's financial position. Management periodically considers reducing the effect of exchange risk through the use of forward currency contracts but has not entered into any such contracts to date.

Risks and Uncertainties

The business of exploring for, developing and producing oil and gas reserves is inherently risky. The Company is in the development stage and has not determined whether its licenses contain economically recoverable reserves. The Company's future viability is dependent on the existence of oil and gas reserves and on the ability of the Company to obtain financing for its exploration programs and development of such reserves and ultimately on the profitability of operations or disposition of its oil and gas interests.

The Company's actual exploration and operating results may be very different from those expected as at the date of this MD&A.

For a complete discussion on risk factors, please refer to the Company's Annual Information Form dated July 29, 2022, filed under the Company's profile at www.sedar.com and on the Company's website.

COVID-19

Since January 2020, the Coronavirus outbreak has dramatically expanded into a worldwide pandemic creating macro-economic uncertainty and disruption in the business and financial markets. Many countries around the world have been taking measures designated to limit the continued spread of the Coronavirus, including the closure of workplaces, restricting travel, prohibiting assembling, closing international borders and quarantining populated areas. To date there have been minimal disruptions to the Company's operations. Despite reduced travel, the Company has been able to maintain communications and on-going operations with its partners and regulatory bodies, however, such measures present concerns that may dramatically affect the Company's ability to conduct its business effectively, including, but not limited to, adverse effect relating to negotiations and discussions with regulators, site visits, slowdown and stoppage of work, travel and other activities which are essential and critical for maintaining on-going business activities. Given the uncertainty around the extent and timing of the future spread or mitigation of COVID-19 and around the imposition or relaxation of protective measures, the Company cannot reasonably estimate the impact to its future results of operations, cash flows or financial condition; infections may become more widespread and the limitation on the ability to work and travel, as well as any closures or supply disruptions, may be extended for longer periods of time and to other locations, all of which would have a negative impact on the Company's business, financial condition and operating results. In addition, the unknown scale and duration of these developments have macro and micro negative effects on the financial markets, oil prices and the global economy which could result in an economic downturn that could have a material adverse effect on its operations and financial results, earnings, cash flow and financial condition. To mitigate some of these risks, the Company has taken steps to reduce its cash burn by reducing compensation to officers, directors and consultants.

Transactions between Related Parties and Balances

Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making operating and financial decisions. This would include the Company's senior management, who are considered to be key management personnel by the Company.

Parties are also related if they are subject to common control or significant influence. Related parties may be individuals or corporate entities. A transaction is considered to be a related party transaction when there is a transfer of resources or obligations between related parties.

Fees for management services and operating costs paid to directors and officers or private companies which are controlled by directors or officers of the Company were as follows:

The following are the expenses incurred with related parties for the year ended March 31, 2022 and 2021 and the balances owing as of March 31, 2022 and 2021:

March 31, 2022:

	Directors Fees	Consulting Fees	Stock based awards	Option based awards	Total	Amounts owing at March 31, 2022
Executive Directors						
Gil Holzman - CEO	$ -	$ 406,532	$ -	$ -	$ 406,532	$ -
Colin Kinley - COO	-	323,550	-	-	$ 323,550	26,963
Alan Friedman - Executive Vice President	-	40,764	-	-	40,764	3,517
Gadi Levin - Financial Director	-	93,150	-	-	93,150	-
Non Executive Directors				-		
Moshe Peterberg - Chairman of the board	122,400	-	-	-	122,400	30,600
Keith Hill	24,367	-	-	-	24,367	6,092
Peter Nicol	36,761	-	-	-	36,761	9,190
Helmut Angula	20,306	-	-	-	20,306	5,077
Officers						
Alan Rootenberg - CFO	-	23,699	-	-	23,699	1,074
Kinley Exploration LLC, a company controlled by the COO	-	151,028	-	-	151,028	74,347
Total	**$ 203,834**	**$ 1,038,723**	**$ -**	**$ -**	**$ 1,242,557**	**$ 156,859**

March 31, 2021:

	Directors Fees	Consulting Fees	Stock based awards	Option based awards	Total	Amounts owing at March 31, 2021
Executive Directors						
Gil Holzman - CEO	$ -	$ 377,023	$ -	$ 2,559	$ 379,582	$ -
Colin Kinley - COO (*)	-	360,000	-	2,559	362,559	38,733
Alan Friedman - Executive Vice President	-	38,698	-	2,559	41,257	-
Gadi Levin - Financial Director	-	94,999	-	1,281	96,280	-
Non Executive Directors						
Moshe Peterberg - Chairman of the board	122,400	-	-	2,559	124,959	31,240
Keith Hill	23,426	-	-	2,559	25,985	-
Peter Nicol	35,679	-	-	2,559	38,238	-
Helmut Angula	19,522	-	-	2,559	22,081	5,520
Officers						
Alan Rootenberg - CFO	-	11,346	-	-	11,346	2,837
Kinley Exploration LLC, a company controlled by the COO	-	85,050	-	-	85,050	7,088
Total	**$ 201,026**	**$ 967,117**	**$ -**	**$ 19,196**	**$ 1,187,338**	**$ 85,417**

Critical Accounting Estimates

The Company's critical accounting estimates are defined as those estimates that have a significant impact on the portrayal of its financial position and operations and that require management to make judgments, assumptions and estimates in the application of IFRS. Judgments, assumptions and estimates are based on historical experience and other factors that management believes to be reasonable under current conditions. As events occur and additional information is obtained, these judgments, assumptions and estimates may be subject to change. The Company believes the following are the critical accounting estimates used in the preparation of its consolidated financial statements. The Company' significant accounting policies can be found in Note 3 of the Company's Financial Statements.

Use of estimates

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized prospectively from the period in which the estimates are revised. The following are the key estimate and assumption uncertainties considered by management.

Impairment of assets

When there are indications that an asset may be impaired, the Company is required to estimate the asset's recoverable amount. The recoverable amount is the greater of value in use and fair value less costs to sell. Determining the value in use requires the Company to estimate expected future cash flows associated with the assets and a suitable discount rate in order to calculate present value.

Stock Based Compensation

The Company uses the fair value method, utilizing the Black-Scholes option pricing model, for valuing warrants and stock options granted to directors, officers, consultants and employees. The estimated fair value is recognized over the applicable vesting period as stock-based compensation expense. The recognized costs are subject to the estimation of what the ultimate payout will be using pricing models such as the Black-Scholes model which is based on significant assumptions such as volatility, dividend yield and expected term.

Income Taxes

At the end of each reporting period, the Company assesses whether the realization of deferred tax benefits is sufficiently probable to recognize deferred tax assets. This assessment requires the exercise of judgment on the part of management with respect to, among other things, benefits that could be realized from available income tax strategies and future taxable income, as well as other positive and negative factors. The recorded amount of total deferred tax assets could be reduced if estimates of projected future taxable income and benefits from available income tax strategies are lowered, or if changes in current income tax regulations are enacted that impose restrictions on the timing or extent of the Company's ability to utilize deferred tax benefits.

The Company's effective income tax rate can vary significantly quarter-to-quarter for various reasons, including the mix and volume of business in lower income tax jurisdictions and in jurisdictions for which no deferred income tax assets have been recognized because management believed it was not probable that future taxable profit would be available against which income tax losses and deductible temporary differences could be utilized. The Company's effective income tax rate can also vary due to the impact of foreign exchange fluctuations.

Acquisition of Azinan and JHI

As part of the acquisition of Azinam and JHI, the Company issued share-based consideration, which required fair value estimations. See respective notes for estimate details

Intangible assets

Intangible assets are tested for impairment annually or more frequently if there is an indication of impairment. The carrying value of intangibles with definite lives is reviewed each reporting period to determine whether there is any indication of impairment. If there are indications of impairment the impairment analysis is completed and if the carrying amount of an asset exceeds its recoverable amount, the asset is impaired and impairment loss is recognized.

Investment in associates

The Company has determined it holds significant influence over JHI due to its ability to appoint a director to the JHI Board. Accordingly, the Company accounts for its investment using the Equity method of accounting in accordance with IAS 28 investment in associates and joint ventures. If the Company did not have significant influence, it would account for the investment as a financial instrument carried at FVTPL.

Disclosure Controls and Procedures and Internal Controls over Financial Reporting

Management has established processes to provide it with sufficient knowledge to support representations that it has exercised reasonable diligence to ensure that (i) the consolidated financial statements do not contain any untrue statement of material fact or omit to state a material fact required to be stated or that is necessary to make a statement not misleading in light of the circumstances under which it is made, as of the date of and for the periods presented by the consolidated financial statements, and (ii) the consolidated financial statements fairly present in all material respects the financial position, results of operations and cash flows of the Company, as of the date of and for the periods presented.

In contrast to the certificate required for non-venture issuers under National Instrument 52-109 – *Certification of Disclosure in Issuers' Annual and Interim Filings* ("**NI 52-109**"), the Venture Issuer Basic Certificate does not include representations relating to the establishment and maintenance of disclosure controls and procedures ("**DC&P**") and internal control over financial reporting ("**ICFR**"), as defined in NI 52-109. In particular, the certifying officers filing this certificate are not making any representations relating to the establishment and maintenance of:

1) controls and other procedures designed to provide reasonable assurance that information required to be disclosed by the issuer in its annual filings, interim filings or other reports filed or submitted under securities legislation is recorded, processed, summarized and reported within the time periods specified in securities legislation; and
2) a process to provide reasonable assurance regarding the reliability of financial reporting and the preparation of consolidated financial statements for external purposes in accordance with the issuer's GAAP (IFRS).

The issuer's certifying officers are responsible for ensuring that processes are in place to provide them with sufficient knowledge to support the representations they are making in the certificate. Investors should be aware that inherent limitations on the ability of certifying officers of a venture issuer to design and implement on a cost-effective basis DC&P and ICFR as defined in NI 52-109 may result in additional risks to the quality, reliability, transparency and timeliness of interim and annual filings and other reports provided under securities legislation.

Additional Information

Additional information relating to the Company, the Company's quarterly and annual consolidated financial statements, annual information form, technical reports and other disclosure documents, are available on the System for Electronic Document Analysis and Retrieval (SEDAR) website at www.sedar.com.