# JERICHO ENERGY VENTURES INC.

# CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

## (Expressed in United States Dollars)

**September 30, 2023 and 2022**

**Jericho Energy Ventures Inc.**
**Condensed Consolidated Interim Statements of Financial Position**
(unaudited)
(Expressed in United States dollars)

| | Note | September 30, 2023 | December 31, 2022 |
|---|---|---|---|
| **Assets** | | | |
| Current assets | | | |
| Cash | | $ 538,602 | $ 349,638 |
| Accounts receivable | | 40,691 | 54,511 |
| Prepaid expenses and deposits | | 148,630 | 43,515 |
| | | 727,923 | 447,664 |
| Non-current assets | | | |
| Equity investments | 4 | 14,469,799 | 15,118,561 |
| Intangible assets | 5 | 2,305,248 | 2,747,403 |
| Investments and other non-current assets | 5 | 3,524,415 | 3,521,994 |
| | | 20,299,462 | 21,387,958 |
| **Total assets** | | $ 21,027,385 | $ 21,835,622 |
| **Liabilities** | | | |
| Current liabilities | | | |
| Accounts payable and accrued liabilities | | $ 1,271,059 | $ 1,130,803 |
| Loans | | 29,457 | 29,512 |
| | | 1,300,516 | 1,160,315 |
| Non-current liabilities | | | |
| Convertible debentures | 7 | 3,597,920 | 3,035,441 |
| **Total liabilities** | | $ 4,898,436 | $ 4,195,756 |
| **Equity** | | | |
| Share capital | 8 | 54,359,449 | 51,742,094 |
| Contributed surplus | 7,8 | 7,340,593 | 6,801,797 |
| Accumulated other comprehensive loss | | (1,310,437) | (1,335,305) |
| Deficit | | (44,260,656) | (39,568,720) |
| | | 16,128,949 | 17,639,866 |
| **Total liabilities and equity** | | $ 21,027,385 | $ 21,835,622 |

Going concern (Note 2(c))

Approved on behalf of the Board on November 21, 2023

***"Brian Williamson"*** ***"Carolyn Hauger"***

(The accompanying notes are an integral part of these condensed consolidated interim financial statements)

**Jericho Energy Ventures Inc.**
**Condensed Consolidated Interim Statements of Comprehensive Loss**
(unaudited)
(Expressed in United States dollars)

| | | Three Months Ended September 30, | | Nine Months Ended September 30, | |
|---|---|---|---|---|---|
| | **Note** | **2023** | **2022** | **2023** | **2022** |
| Net revenue | 12 | **$ —** | $ 6,036 | **$ 28,000** | $ 23,021 |
| Operating expenses | | | | | |
| Production costs | | **—** | 4,214 | **—** | 11,623 |
| Depletion, depreciation and amortization | 5 | **139,666** | 140,836 | **418,539** | 423,191 |
| General and administrative expenses | 6 | **1,159,208** | 940,511 | **3,286,644** | 4,659,511 |
| Total operating expenses | | **1,298,874** | 1,085,561 | **3,705,183** | 5,094,325 |
| Share of income (loss) from equity investments | 4 | **(198,899)** | 257,560 | **(457,762)** | 782,927 |
| Operating loss | | **(1,497,773)** | (821,965) | **(4,134,945)** | (4,288,377) |
| Other income (loss) | | | | | |
| Finance costs | 7 | **(186,376)** | (162,431) | **(551,442)** | (477,975) |
| Other gain (loss) | | **(97)** | 7 | **(5,549)** | (743) |
| | | **(186,473)** | (162,424) | **(556,991)** | (478,718) |
| **Loss for the period** | | **(1,684,246)** | (984,389) | **(4,691,936)** | (4,767,095) |
| **Other comprehensive income (loss)** | | | | | |
| Items that may be reclassified subsequently to income/loss | | | | | |
| Foreign currency exchange income (loss) on translation of foreign subsidiaries | | **82,855** | 193,741 | **24,868** | 216,121 |
| **Comprehensive loss for the period** | | **$ (1,601,391)** | $ (790,648) | **$ (4,667,068)** | $ (4,550,974) |
| Loss per share | | | | | |
| Basic | | **$ (0.01)** | (0.00) | **$ (0.02)** | $ (0.02) |
| Weighted average number of shares | | | | | |
| Basic and diluted | | **248,139,737** | 225,243,205 | **237,579,747** | 225,243,205 |

(The accompanying notes are an integral part of the condensed consolidated interim financial statements)

**Jericho Energy Ventures Inc.**
**Condensed Consolidated Interim Statements of Changes in Equity**
(unaudited)
(Expressed in United States dollars)

| | Number of Shares (Note 8) | Share Capital (Note 8) | Contributed Surplus | Accumulated Other Comprehensive Income (Loss) | Deficit | Total Equity |
|---|---|---|---|---|---|---|
| **December 31, 2021** | 222,406,869 | $ 50,985,070 | $ 3,149,862 | $ (1,520,037) | $ (35,053,415) | $ 17,561,480 |
| Issue of shares under warrant exercise | 2,471,300 | 251,831 | — | — | — | 251,831 |
| Issue of shares under options exercise | 1,174,000 | 468,352 | (250,702) | — | — | 217,650 |
| Share issuance costs | — | (694) | — | — | — | (694) |
| Share-based payments | — | — | 1,440,490 | — | — | 1,440,490 |
| Conversion rights of debentures and warrants (Note 7) | — | — | 1,856,291 | — | — | 1,856,291 |
| Other comprehensive income for the period | — | — | — | 216,121 | — | 216,121 |
| Net loss for the period | — | — | — | — | (4,767,095) | (4,767,095) |
| **September 30, 2022** | 226,052,169 | $ 51,704,559 | $ 6,195,941 | $ (1,303,916) | $ (39,820,510) | $ 16,776,074 |

| | Number of Shares (Note 8) | Share Capital (Note 8) | Contributed Surplus | Accumulated Other Comprehensive Income (Loss) | Deficit | Total Equity |
|---|---|---|---|---|---|---|
| **December 31, 2022** | 226,252,169 | $ 51,742,094 | $ 6,801,797 | $ (1,335,305) | $ (39,568,720) | $ 17,639,866 |
| Issue of shares for cash | 8,662,745 | 1,293,510 | — | — | — | 1,293,510 |
| Issue of shares under warrant exercise | 12,323,823 | 1,198,430 | — | — | — | 1,198,430 |
| Issue of shares under options exercise | 901,000 | 168,554 | (67,499) | — | — | 101,055 |
| Share issuance costs | — | (43,139) | — | — | — | (43,139) |
| Warrants issued in connection with private placement | — | — | 379,141 | — | — | 379,141 |
| Share-based payments | — | — | 227,154 | — | — | 227,154 |
| Other comprehensive income for the period | — | — | — | 24,868 | — | 24,868 |
| Net loss for the period | — | — | — | — | (4,691,936) | (4,691,936) |
| **September 30, 2023** | 248,139,737 | $ 54,359,449 | $ 7,340,593 | $ (1,310,437) | $ (44,260,656) | $ 16,128,949 |

(The accompanying notes are an integral part of the condensed consolidated interim financial statements)

**Jericho Energy Ventures Inc.**
**Condensed Consolidated Interim Statements of Cash Flows**
(unaudited)

| | | Nine Months Ended | |
|---|---|---|---|
| | **Note** | **September 30, 2023** | **September 30, 2022** |
| **Cash flows from (used in) operating activities** | | | |
| Loss for the period | | $ (4,691,936) | $ (4,767,095) |
| Adjustments for non-cash items: | | | |
| Depletion, depreciation and amortization | 5 | 396,764 | 400,358 |
| Share-based payments | 6 | 227,154 | 1,440,490 |
| Share of loss (income) from equity investments | 4 | 457,762 | (782,927) |
| Distributions received from equity investments | 4 | 191,000 | 51,670 |
| Amortization of debt issuance costs | 7 | 21,775 | 22,832 |
| Finance costs | 7 | 551,442 | 477,975 |
| Loss on disposal of fixed assets | | 5,452 | — |
| Cash provided by (used in) operating assets and liabilities: | | | |
| Accounts receivable | | 13,820 | (24,646) |
| Prepaid expenses and deposits | | (105,115) | (19,291) |
| Accounts payable and accrued liabilities | | 242,146 | 154,891 |
| Non-current assets and non-current liabilities | | 14,130 | (55,745) |
| **Net cash used in operating activities** | | (2,675,606) | (3,101,488) |
| **Cash flows from (used in) investing activities** | | | |
| Investment in intangible assets | 5 | (51,055) | (351,718) |
| Investment in equity securities | | — | (1,974,491) |
| Sale of other assets | | 12,892 | — |
| Purchase of equipment | | (26,218) | — |
| **Net cash used in investing activities** | | (64,381) | (2,326,209) |
| **Cash flows from (used in) financing activities** | | | |
| Proceeds from issuance of shares | 8 | 2,939,806 | 469,481 |
| Share issuance costs | | (10,810) | (694) |
| Subscriptions received for convertible debentures | 7 | — | 533,552 |
| **Net cash from financing activities** | | 2,928,996 | 1,002,339 |
| Change in cash | | 189,009 | (4,425,358) |
| Effect of exchange rate changes on cash | | (45) | 429 |
| **Cash at beginning of period** | | 349,638 | 4,896,074 |
| **Cash at end of period** | | $ 538,602 | $ 471,145 |

(The accompanying notes are an integral part of the condensed consolidated interim financial statements)

## 1. NATURE OF OPERATIONS

Jericho Energy Ventures Inc., formerly Jericho Oil Corporation, ("Jericho" or the "Company") was incorporated on October 21, 2010 under the Laws of British Columbia. The Company trades on the TSX Venture Exchange under the symbol "JEV", and on the OTC Market exchange under the symbol "JROOF".

The Company's principal activity is the acquisition, exploration, development and production of oil and natural gas fields in the United States of America (USA). As of September 30, 2023, the Company primarily conducts its operations through its various joint arrangements in the state of Oklahoma. See Note 4 for a detailed discussion of the Company's joint arrangements and their petroleum properties.

In 2021, the Company began expanding its energy portfolio to advance the global low-carbon energy transition with investments in hydrogen technologies and new energy systems. See Note 5 for a discussion of the Company's acquisitions and investments related to these activities.

The head office, principal address and records office of the Company are located at Suite 2100 - 1055 W. Georgia Street, Vancouver, British Columbia, Canada, V6E 3P3.

## 2. BASIS OF PRESENTATION

(a) Statement of Compliance

These condensed consolidated interim financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"), and follow the same accounting policies and methods of application as the Company's most recent annual consolidated financial statements but do not contain all of the information required for full annual consolidated financial statements. Accordingly, these condensed consolidated interim financial statements should be read in conjunction with the Company's most recent annual consolidated financial statements, which were also prepared in accordance with IFRS as issued by the IASB. These financial statements were approved and authorized for issue by the Board of Directors on November 21, 2023.

(b) Basis of presentation

In the fourth quarter of 2022, the Company elected to change its reporting currency from Canadian dollars to U.S. dollars since its entire portfolio of petroleum properties are located in the U.S., and the majority of the activities related to its other subsidiaries take place in the U.S., and to facilitate a more direct comparison to other similar companies in the U.S. The change in reporting currency is a voluntary change which is accounted for retrospectively. All comparative financial statements and financial information have been revised to U.S. dollars using the procedures outlined below:

- Consolidated Statements of Comprehensive Loss and Consolidated Statements of Cash Flows have been translated into U.S. dollars using actual amounts when available, and average foreign exchange rates for the relevant period when actual amounts are not available.

- Assets and liabilities in the Consolidated Statements of Financial Position have been translated into U.S. dollars at actual amounts when available, and the closing foreign exchange rates on the respective year-end dates when actual amounts are not available.

- The equity section of the Consolidated Statements of Financial Position and the Consolidated Statements of Changes in Equity have been translated into U.S. dollars using historical foreign exchange rates.

- Earnings per share disclosures have also been restated to U.S. dollars to reflect the change in reporting currency.

The functional currency of the parent entity has been and continues to be Canadian dollars and the functional currency of the U.S. subsidiaries and joint arrangements continues to be U.S. dollars. All references to $ or USD$ are to U.S. dollars and references to CAD$ are to Canadian dollars.

These condensed consolidated interim financial statements are expressed in U.S. dollars and have been prepared on a historical cost basis except for financial instruments that have been measured at fair value. In addition, these condensed consolidated interim financial statements have been prepared using the accrual basis of accounting on a going concern basis. The accounting policies set out below have been applied consistently to all years presented in these condensed consolidated interim financial statements as if the policies have always been in effect.

(c) Going concern

These condensed consolidated interim financial statements have been prepared on the assumption that the Company is a going concern that will continue in operation for the foreseeable future and will be able to realize its assets and settle its obligations in the normal course of operations.

At September 30, 2023, the Company incurred a net loss of $4,691,936 and had negative cash flows from operations of $2,675,606 in the nine months ended September 30, 2023. These factors indicate the existence of a material uncertainty that may cast significant doubt over the Company's ability to continue as a going concern.

The Company's ability to continue as a going concern is dependent on achieving profitable operations and/or management's ability to raise the necessary funding through future equity issuances or debt issuances. There is no assurance that any necessary future financing will be sufficient to sustain operations until such time that the Company can generate sufficiently profitable operations to support its requirements.

These condensed consolidated interim financial statements do not reflect adjustments that would be necessary if the going concern assumption were not appropriate. If the going concern assumption were not appropriate, adjustments would be necessary to the recoverability and classification of recorded asset amounts and classification of liabilities. Such adjustments could be material.

(d) Foreign currency translation

*Functional currencies*
The functional and presentation currency of the Company is the Canadian dollar. The functional currency of the Company's US subsidiaries and joint arrangements is the U.S. dollar which is determined to be the currency of the primary economic environment in which the subsidiaries and joint arrangements operate.

*Foreign currency transactions*
Transactions in currencies other than the functional currency are recorded at the rates of exchange prevailing on the dates of the transactions. At each financial position reporting date, monetary assets and liabilities that are denominated in foreign currencies are translated at the rates prevailing at the date of the condensed consolidated interim statement of financial position. Non-monetary items that are measured in terms of historical cost in a foreign currency are considered not re-translated.

*Foreign currency translation*
The parent entity translates its consolidated statement of comprehensive loss items to U.S. dollars at the average rate during the year. Assets and liabilities are translated at exchange rates prevailing at the end of the reporting period. Exchange rate variations resulting from differences between the consolidated statement of comprehensive loss translated at actual and average rates are recognized in accumulated other comprehensive income (loss). On disposition or partial disposition of a foreign operation, the related cumulative amount of related exchange difference is recognized in the consolidated statement of comprehensive loss.

(e) Significant accounting estimates and judgments

The timely preparation of condensed consolidated interim financial statements, in compliance with IFRS, requires management to make certain critical accounting estimates regarding the reported amounts of assets and liabilities and the reported amounts of revenues and expenses during the period. It also requires management to exercise judgment in applying the Company's accounting policies. The areas involving a higher degree of judgment of complexity, or areas where assumptions and estimates are consistent with those disclosed in Note 4 – Critical Accounting Estimates and Judgments for the consolidated financial statements for the previous year ended December 31, 2022.

(f) Basis of consolidation

The condensed consolidated interim financial statements include the accounts of Jericho Energy Ventures Inc. and its 100% owned subsidiaries, JEV USA Inc., JEV Ventures, LLC, JEV KS, LLC, and JEV OK, LLC. Intercompany balances and transactions, including unrealized income and expenses arising from intercompany transactions, are eliminated in preparing the condensed consolidated interim financial statements.

(Expressed in United States dollars)

## 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The Company followed the same accounting policies in these condensed consolidated interim financial statements as those disclosed in Note 3 – Summary of Significant Accounting Policies for the consolidated financial statements for the previous year ended December 31, 2022.

## 4. EQUITY INVESTMENTS

As of September 30, 2023, the Company's oil and gas operations were held in Oklahoma, with operations conducted through participation in various joint ventures and associates. The Company's interests in these joint ventures and associates are accounted for using the equity method. Under the equity method, the investment in a joint venture or an associate is initially recognized at cost. The carrying amount of the investment is adjusted to recognize changes in the Company's share of net assets of the joint venture since the acquisition date less distributions received and any impairment in the fair value of investment. At September 30, 2023 and December 31, 2022, the Company held the following joint ventures and associates:

| | September 30, 2023 | December 31, 2022 |
|---|---|---|
| Eagle Road Oil, LLC ("Eagle Road") | 50 % | 50 % |
| Lurgan Oil, LLC ("Lurgan") | 50 % | 50 % |
| Jericho Buckmanville Oil, LLC ("Buckmanville") | 50 % | 50 % |
| RSTACK Walnut, LLC ("Walnut") | 26.5 % | 26.5 % |
| Cherry Rancher, LLC ("Cherry Rancher") | 31 % | 31 % |

Carrying amounts of the Company's interests in equity method investments as of September 30, 2023 and December 31, 2022, are as follows:

| | Eagle Road | Lurgan | Buckmanville | Walnut | Cherry Rancher | Total |
|---|---|---|---|---|---|---|
| Balance, December 31, 2022 | $ 5,370,239 | $ 610,048 | $ 5,489,915 | $ 3,624,307 | $ 24,052 | $ 15,118,561 |
| Share of income/(loss) | (302,155) | 6,492 | (70,476) | (108,432) | 16,809 | (457,762) |
| Distribution received | (191,000) | — | — | — | — | (191,000) |
| **Balance, September 30, 2023** | $ 4,877,084 | $ 616,540 | $ 5,419,439 | $ 3,515,875 | $ 40,861 | $ 14,469,799 |

Advances are generally made to Eagle Road as the Operator of the Company's joint ventures in Oklahoma. As the Operator, Eagle Road bears payroll costs, pays invoices and collects and distributes revenues on behalf of the other joint ventures. Details of the joint ventures' net assets and net income (loss) are shown below along with the Company's share of the investment and income/loss.

(Expressed in United States dollars)

Results of operations of the equity investments for the nine months ended September 30, 2023 are as follows:

| **100% Nine Months Ended September 30, 2023** | **Eagle Road** | **Lurgan** | **Buckmanville (*)** | **Walnut** | **Cherry Rancher** | **Total** |
|---|---|---|---|---|---|---|
| Revenue | $ 2,032,462 | $ 394,081 | $ 3,214,662 | $ 568,669 | $ 74,281 | $ 6,284,155 |
| Production cost | (648,835) | (226,885) | (2,634,595) | (368,651) | (17,305) | (3,896,271) |
| Depletion and depreciation | (740,695) | (110,500) | (511,800) | (228,968) | — | (1,591,963) |
| Accretion of decommissioning provision | (86,400) | (9,000) | (89,100) | (21,600) | — | (206,100) |
| Loss on disposal of asset | (1,876) | — | — | — | — | (1,876) |
| G&A and other operating | (1,026,532) | (8,343) | (27,212) | (358,817) | (2,750) | (1,423,654) |
| Interest and loan costs | (132,433) | (26,369) | (212,908) | 190 | — | (371,520) |
| **100% Net income (loss)** | **$ (604,309)** | **$ 12,984** | **$ (260,953)** | **$ (409,177)** | **$ 54,226** | **$ (1,207,229)** |
| **Jericho's ownership** | 50 % | 50 % | 50 % | 26.5 % | 31 % | |
| | **$ (302,155)** | **$ 6,492** | **$ (130,476)** | **$ (108,432)** | **$ 16,809** | **$ (517,762)** |
| **Basis difference adjustment** | — | — | 60,000 | — | — | 60,000 |
| **Jericho's share of net income (loss)** | **$ (302,155)** | **$ 6,492** | **$ (70,476)** | **$ (108,432)** | **$ 16,809** | **$ (457,762)** |

(*) Jericho's share of Buckmanville's net income includes an adjustment for a basis difference in Jericho's carrying value of its investment and Buckmanville's equity.

Results of operations of the equity investments for the nine months ended September 30, 2022, are as follows:

| **100% Nine Months Ended September 30, 2022** | **Eagle Road** | **Lurgan** | **Buckmanville** | **Walnut** | **Cherry Rancher** | **Total** |
|---|---|---|---|---|---|---|
| Revenue | $ 2,218,888 | $ 527,887 | $ 4,744,904 | $ 1,245,521 | $ 122,074 | $ 8,859,273 |
| Production cost | (664,966) | (189,637) | (2,756,394) | (442,218) | (17,320) | (4,070,534) |
| Depletion and depreciation | (486,065) | (70,400) | (622,400) | (191,791) | — | (1,370,656) |
| Accretion of decommissioning provision | (35,100) | (6,300) | (43,200) | (12,810) | — | (97,410) |
| G&A and other operating | (1,008,721) | (7,836) | (21,971) | (350,104) | (2,000) | (1,390,631) |
| Interest and loan costs | (62,486) | (12,316) | (133,582) | 158 | — | (208,226) |
| **100% Net income (loss)** | **$ (38,448)** | **$ 241,398** | **$ 1,167,357** | **$ 248,756** | **$ 102,753** | **$ 1,721,816** |
| **Jericho's ownership** | 50 % | 50 % | 50 % | 26.5 % | 31 % | |
| **Jericho's share of net income (loss)** | **$ (19,224)** | **$ 120,699** | **$ 583,679** | **$ 65,920** | **$ 31,853** | **$ 782,927** |

(Expressed in United States dollars)

Summary financial position information of the joint ventures as of September 30, 2023, is presented in the table below.

**100%**

| As at September 30, 2023 | Eagle Road | Lurgan | Buckmanville | Walnut | Cherry Rancher | Total |
|---|---|---|---|---|---|---|
| Assets | | | | | | |
| Cash and cash equivalents | $ 422,394 | $ 4,456 | $ 19,872 | $ 488,880 | $ — | $ 935,602 |
| Current assets (excluding cash) | 956,917 | 36,600 | 165,003 | 44,746 | 4 | 1,203,270 |
| Non-current assets | 18,865,579 | 1,776,983 | 16,115,070 | 13,085,805 | — | 49,843,437 |
| Total assets | 20,244,890 | 1,818,039 | 16,299,945 | 13,619,431 | 4 | 51,982,309 |
| Liabilities | | | | | | |
| Current liabilities | 1,868,663 | 107,065 | 50,176 | 81,013 | — | 2,106,917 |
| Intercompany | 3,285,187 | (271,692) | (2,747,400) | (136,218) | (129,877) | — |
| Non-current liabilities | 5,284,910 | 749,586 | 6,690,169 | 751,991 | — | 13,476,656 |
| Total liabilities | 10,438,760 | 584,959 | 3,992,945 | 696,786 | (129,877) | 15,583,573 |
| Equity | 9,806,130 | 1,233,080 | 12,307,000 | 12,922,645 | 129,881 | 36,398,736 |
| Total liabilities and equity | $ 20,244,890 | $ 1,818,039 | $ 16,299,945 | $ 13,619,431 | $ 4 | $ 51,982,309 |

At September 30, 2023, non-current liabilities include $6.3 million, net of issuance costs, related to the loan discussed below and $7.2 million for decommissioning liabilities.

Summary financial position information of the joint ventures as of September 30, 2022, is presented in the table below.

**100%**

| As at September 30, 2022 | Eagle Road | Lurgan | Buckmanville | Walnut | Cherry Rancher | Total |
|---|---|---|---|---|---|---|
| Assets | | | | | | |
| Cash and cash equivalents | $ 1,552,191 | $ 4,484 | $ 180,071 | $ 846,379 | $ - | $ 2,583,125 |
| Current assets (excluding cash) | 2,129,928 | 45,500 | 216,639 | 103,917 | 15,108 | 2,511,092 |
| Non-current assets | 14,189,061 | 1,457,283 | 20,513,219 | 12,989,094 | - | 49,148,657 |
| Total assets | 17,871,180 | 1,507,267 | 20,909,929 | 13,939,390 | 15,108 | 54,242,874 |
| Liabilities | | | | | | |
| Current liabilities | 2,761,291 | 174,265 | 542,089 | 64,046 | 1,996 | 3,543,687 |
| Intercompany | 2,444,435 | (44,222) | (2,296,028) | (92,126) | (12,059) | - |
| Non-current liabilities | 5,885,000 | 779,658 | 6,249,957 | 981,121 | - | 13,895,736 |
| Total liabilities | 11,090,726 | 909,701 | 4,496,018 | 953,041 | (10,063) | 17,439,423 |
| Equity | 6,780,454 | 597,566 | 16,413,911 | 12,986,349 | 25,171 | 36,803,451 |
| Total liabilities and equity | $ 17,871,180 | $ 1,507,267 | $ 20,909,929 | $ 13,939,390 | $ 15,108 | $ 54,242,874 |

At September 30, 2022, non-current liabilities include $8.3 million for decommissioning liabilities, $4.8 million, net of issuance costs, related to the loan discussed below and $0.7 million for deferred tax liability.

Three of the Company's joint ventures (Eagle Road, Lurgan, and Buckmanville) together have a $7.0 million Senior Secured Revolving Credit Facility (the "Facility") with Vast Bank. As of September 30, 2023, the carrying value of the Facility was $6.3 million. The interest rate for the Facility is Chase Prime, and the Facility matures on December 23, 2024.

## 5. ACQUISITIONS, INTANGIBLE ASSETS AND INVESTMENTS

In February 2022, the Company led a Seed-Series fundraising round for Supercritical Solutions, Ltd. (“Supercritical”), a company in the United Kingdom focused on developing its new class of water electrolyzer for the production of low-cost clean hydrogen. Jericho invested $1.8 million of a total $3.6 million raised to develop Supercritical’s technology. Jericho owns an approximate 11% interest in the ordinary and seed preferred shares of the company, and currently holds one of five board positions. The seed preferred shares are convertible into ordinary shares upon notice of a majority of preferred investors or prior to an initial public offering.

In the third quarter of 2021, the Company participated in a Series-A financing for H2U Technologies, Inc. (“H2U”), and invested $1.5 million in preferred shares of H2U. The preferred shares are convertible into common shares at the election of the investor. H2U is a company focused on developing electrolyser technology and catalyst that serve the growing hydrogen market. H2U will use the proceeds of its funding to develop its proprietary technology. In February of 2022, Jericho participated in a second round of Series-A financing and made an additional $225,000 investment in the preferred shares of H2U. The Company currently holds one of six board positions.

The Company accounts for its investments in Supercritical and H2U at fair value through other comprehensive income (“FVTOCI”), and they are included in Investments and other non-current assets on the condensed consolidated interim statements of financial position. Management uses judgment when estimating the fair value of its investments. As of September 30, 2023, the investees do not generate positive cash flows. Accordingly, the Company is not able to estimate fair value using an income approach. The Company’s estimate of the fair values of its investments is based on the price paid to acquire the investments plus qualitative and quantitative information about the investees to assess whether the fair value of the investees has changed since the Company made its initial investments. The qualitative and quantitative information includes, but is not limited to, changes in expectations that the investee’s technical product milestones will be achieved, a significant change in the performance of comparable entities, or in the valuations implied by the overall market, and evidence from external transactions in the investee's equity such as a subsequent issue of equity.

In January 2021, the Company acquired the assets of California-based Hydrogen Technologies Inc. (“HTI”). The assets acquired include intellectual property primarily through two patents for an industrial and commercial steam generation technology that enables zero-emissions hydrogen to generate heat, hot-water, and high-temperature steam. The Company also hired the former management team of HTI. Since acquiring the assets of HTI, the Company has incurred approximately $987,000 in development expenditures for professional engineering services necessary for completing manufacturing designs in preparation of commercial development.

(Expressed in United States dollars)

The following tables present the reconciliation of the opening and closing aggregate carrying amount of the Company's intangible assets:

| | Patents | Development Costs | Total Intangible Assets |
|---|---|---|---|
| **Net book value** | | | |
| **Balance at December 31, 2021** | $ 2,217,478 | $ 661,139 | $ 2,878,617 |
| Additions | — | 390,546 | 390,546 |
| Amortization | (521,760) | — | (521,760) |
| **Balance at December 31, 2022** | $ 1,695,718 | $ 1,051,685 | $ 2,747,403 |
| Additions | 13,780 | 44,759 | 58,539 |
| Amortization | (391,320) | — | (391,320) |
| Reclassifications | — | (109,374) | (109,374) |
| **Balance at September 30, 2023** | $ 1,318,178 | $ 987,070 | $ 2,305,248 |

## 6. GENERAL AND ADMINISTRATIVE EXPENSES

The following table presents the general and administrative expenses incurred during the three and nine months ended September 30, 2023 and 2022.

| | Three Months Ended September 30, | | Nine Months Ended September 30, | |
|---|---|---|---|---|
| | 2023 | 2022 | 2023 | 2022 |
| **General and administrative expense** | | | | |
| Management fees (Note 9) | $ 90,520 | $ 90,868 | $ 305,055 | $ 271,880 |
| Employee salaries and benefits | 303,639 | 367,554 | 1,015,135 | 915,011 |
| Business development costs | 152,827 | 89,147 | 428,271 | 339,864 |
| Directors' fees (Note 9) | 20,000 | 20,000 | 60,000 | 55,000 |
| Share-based payments (Note 8, 9) | 41,334 | 45,269 | 227,154 | 1,407,209 |
| Consulting fees | 35,296 | 56,986 | 136,870 | 348,657 |
| Accounting and auditing fees | 69,082 | 51,394 | 258,362 | 165,985 |
| Investor relations | 341,454 | 52,573 | 418,946 | 474,650 |
| Transfer agency and filing fees | 3,901 | 3,430 | 49,467 | 88,171 |
| Legal fees | 21,550 | 81,696 | 123,612 | 365,446 |
| Travel | 20,558 | 16,687 | 69,643 | 77,225 |
| Short-term lease obligation | 4,919 | 4,819 | 14,639 | 14,727 |
| Insurance | 10,765 | 13,412 | 33,656 | 37,802 |
| Office, computer and miscellaneous | 43,363 | 46,676 | 145,834 | 97,884 |
| **General and administrative expense** | $ 1,159,208 | $ 940,511 | $ 3,286,644 | $ 4,659,511 |

(Expressed in United States dollars)

## 7. CONVERTIBLE DEBENTURES

| | | Convertible Debentures |
|---|---|---|
| Proceeds from issuance of convertible debentures | $ | 4,413,991 |
| Less transaction costs | | (84,548) |
| | $ | 4,329,443 |
| Amount classified as equity (conversion rights and warrants), net of transaction costs | | (1,856,291) |
| Accumulated accretion | | 862,561 |
| Interest payable | | 291,896 |
| Accumulated amortization of debt issuance costs | | 51,786 |
| Foreign exchange adjustment | | (81,475) |
| Balance as of September 30, 2023 | $ | 3,597,920 |

The following table presents the total finance costs related to the convertible debentures for the periods presented:

| | Three Months Ended September 30, | | Nine Months Ended September 30, | |
|---|---|---|---|---|
| | **2023** | **2022** | **2023** | **2022** |
| Accretion expense | $ 143,520 | $ 118,383 | $ 424,640 | $ 348,405 |
| Interest expense | 42,856 | 44,047 | 126,802 | 129,569 |
| Finance costs | $ 186,376 | $ 162,431 | $ 551,442 | $ 477,975 |

## 8. SHARE CAPITAL AND EQUITY RESERVES

The Company’s share capital structure consists of two classes of shares, (i) common shares and (ii) variable voting shares, which are held by shareholders that are U.S. residents and were created to limit share ownership of the common shares to shareholders that are Non-U.S. residents (the common and variable voting shares, together, the “shares”). Aside from the differences in (a) the residency status of shareholders of the common shares and variable voting shares and (b) the voting rights attributable to each class of shares, the shares are otherwise treated the same by the Company in all material respects, including payment of dividends and participation in earnings of the Company. The shares trade on the TSX Venture Exchange under the single and current ticker “JEV.”

(a) Authorized share capital

The authorized share capital consists of unlimited number of the shares without a par value.

(b) Issued share capital

At September 30, 2023, 248,139,737 shares were outstanding, including 54,899,828 common shares and 193,239,909 variable voting shares.

As the common shares and variable voting shares participate in the Company's earnings on the same basis, the weighted average number of shares outstanding used to compute loss per share includes both the common shares and variable voting shares.

**For the nine months ended September 30, 2023**

During the first nine months of 2023, 901,000 stock options were exercised at a weighted average price of CAD $0.15 per share for gross proceeds of approximately $101,055 (CAD $135,150). In addition, 12,323,823 warrants were exercised at CAD $0.13 per share for gross proceeds of approximately $1,198,430 (CAD $1,602,100).

In March 2023, the Company closed an oversubscribed non-brokered private placement of 8,662,745 units at a price of CAD $0.26 per unit for gross proceeds of approximately $1,650,000 (CAD $2,252,000). Each unit is comprised of one common share and one warrant with each warrant exercisable for one additional common share at a price of CAD $0.50 per share for a period of 24 months from the date of issuance.

**For the year ended December 31, 2022**

During 2022, 1,374,000 stock options were exercised at a weighted average price of CAD $0.22 per share for gross proceeds of CAD $308,500. In addition, 2,471,300 warrants were exercised at CAD $0.13 per share for gross proceeds of CAD $320,174.

(c) Stock options

The Company has a stock option plan in place under which it is authorized to grant options to executive officers and directors, employees and consultants enabling them to acquire up to 10% of the issued and outstanding shares of the Company. The options vest on a date set by the directors and expire at a time set by the directors, being not more than 10 years from the date of grant, provided that any outstanding options will expire on a date to be determined by the directors following the date that the holder ceases to be a senior officer, director, employee or consultant of the Company, such period not being more than twelve months from the date of such cessation.

During the first nine months of 2023, the Company granted stock options for 1,825,000 shares to certain employees and consultants of the Company. The options are exercisable at an average price of CAD$0.28 for a period of up to three years. The Company recorded approximately $227,154 of share-based payments included as General and administrative expense in the condensed consolidated interim statements of comprehensive loss (see Note 6).

(Expressed in United States dollars)

At September 30, 2023, 5,273,974 options are available for issuance under the plan. The following is a continuity table of stock options outstanding as at September 30, 2023:

| | Number of Options | | Weighted Average Exercise Price (CAD$) |
|---|---|---|---|
| Outstanding, December 31, 2021 | 15,675,000 | $ | 0.31 |
| Granted | 7,800,000 | | 0.45 |
| Exercised | (1,374,000) | | 0.22 |
| Expired | (1,560,000) | | 0.45 |
| Outstanding, December 31, 2022 | 20,541,000 | $ | 0.35 |
| Granted | 1,825,000 | | 0.28 |
| Exercised | (901,000) | | 0.15 |
| Expired | (1,125,000) | | 0.31 |
| Forfeited | (800,000) | | 0.45 |
| Outstanding, September 30, 2023 | 19,540,000 | $ | 0.35 |

(Expressed in United States dollars)

As of September 30, 2023, the following incentive stock options were outstanding:

| Expiration date | Options outstanding and exercisable | Unvested options | Exercise price (CAD$) | |
|---|---|---|---|---|
| January 21, 2024 | 1,850,000 | — | $ | 0.45 |
| January 21, 2024 | 200,000 | — | $ | 0.50 |
| February 3, 2024 | 500,000 | — | $ | 0.60 |
| February 7, 2024 | 215,000 | — | $ | 0.65 |
| April 14, 2024 | 50,000 | — | $ | 0.90 |
| May 19, 2024 | 100,000 | — | $ | 0.75 |
| August 1, 2024 | 100,000 | — | $ | 0.30 |
| September 30, 2024 | 200,000 | — | $ | 0.55 |
| January 31, 2025 | 250,000 | — | $ | 0.60 |
| February 1, 2025 | 1,275,000 | — | $ | 0.25 |
| February 7, 2025 | 150,000 | — | $ | 0.65 |
| June 15, 2025 | 4,725,000 | — | $ | 0.15 |
| August 4, 2025 | 225,000 | — | $ | 0.40 |
| November 14, 2025 | 1,000,000 | — | $ | 0.30 |
| November 17, 2025 | 250,000 | — | $ | 0.33 |
| December 29, 2025 | 2,125,000 | — | $ | 0.35 |
| January 3, 2026 | 243,750 | 81,250 | $ | 0.35 |
| January 21, 2026 | 700,000 | — | $ | 0.45 |
| May 10, 2026 | 1,200,000 | — | $ | 0.35 |
| July 16, 2026 | 300,000 | — | $ | 0.26 |
| January 9, 2027 | 3,500,000 | — | $ | 0.50 |
| November 29, 2027 | 300,000 | — | $ | 0.35 |
| | 19,458,750 | 81,250 | $ | 0.35 |

As of September 30, 2023, the weighted-average remaining contractual life of stock options outstanding was 1.97 years (December 31, 2022 - 2.30 years).

(Expressed in United States dollars)

(d) Share purchase warrants

The number and weighted average exercise prices of warrants outstanding as of September 30, 2023, were as follows:

| | Number of Warrants | Weighted Average Exercise Price (CAD$) | |
|---|---|---|---|
| Outstanding, December 31, 2021 | 15,501,273 | $ | 0.13 |
| Granted | 8,227,257 | | 1.00 |
| Exercised | (2,471,300) | | 0.13 |
| Outstanding, December 31, 2022 | 21,257,230 | $ | 0.47 |
| Granted | 8,719,830 | | 0.50 |
| Exercised | (12,323,823) | | 0.13 |
| Expired | (706,150) | | 0.13 |
| Outstanding, September 30, 2023 | 16,947,087 | $ | 0.74 |

The following table summarizes the warrants outstanding and exercisable at September 30, 2023:

| Expiration Date | Warrants Outstanding and Exercisable | Weighted Average Exercise Price (CAD$) | |
|---|---|---|---|
| January 7, 2025 | 8,227,257 | $ | 1.00 |
| March 22, 2025 | 8,719,830 | | 0.50 |
| Outstanding, September 30, 2023 | 16,947,087 | $ | 0.74 |

As of September 30, 2023, the weighted-average remaining contractual life of warrants outstanding was 1.38 years (2022 – 1.05 years).

(Expressed in United States dollars)

## 9. RELATED PARTY TRANSACTIONS AND BALANCES

Key management are the officers and directors of the Company.

The aggregate value of transactions and outstanding balances relating to key management personnel and entities over which they have control or significant influence were as follows:

| | Three Months Ended September 30, | | Nine Months Ended September 30, | |
|---|---|---|---|---|
| | **2023** | **2022** | **2023** | **2022** |
| Management fees | $ 90,520 | $ 90,868 | $ 305,055 | $ 271,880 |
| Directors' fees | 20,000 | 20,000 | 60,000 | 55,000 |
| Share-based payments | — | — | — | 1,158,072 |
| | $ 110,520 | $ 110,868 | $ 365,055 | $ 1,484,952 |

At September 30, 2023, included in accounts payable and accrued liabilities is $1,882 payable to a company controlled by a joint venture partner of the Company ($6,600 at December 31, 2022).

At September 30, 2023, the Company had $Nil in advances and $925,446 in accounts payable to equity investments as described in Note 4 ($Nil and $759,181 at December 31, 2022).

Accounts payable and accrued liabilities to related parties are non-interest bearing, due on demand and with no specific terms of repayment.

## 10. FINANCIAL INSTRUMENTS AND RISK

As of September 30, 2023, and December 31, 2022, the Company’s financial instruments consist of cash, accounts receivable, investments in equity securities, convertible debentures, accounts payable and loans.

| | **September 30, 2023** | **December 31, 2022** |
|---|---|---|
| Financial Assets: | | |
| Fair value through profit or loss | $ 538,602 | $ 349,638 |
| Fair value through other comprehensive income | 3,491,874 | 3,491,874 |
| Amortized cost | 20,000 | 30,000 |
| Financial Liabilities: | | |
| Amortized cost | $ 4,790,901 | $ 4,027,548 |

See Note 3(n) of the Company’s 2022 year-end consolidated financial statements for classifications.

IFRS 7 *Financial instruments – disclosures*, establishes a fair value hierarchy based on the level of independent, objective evidence surrounding the inputs used to measure fair value. A financial instrument’s categorization within the fair value hierarchy is based upon the lowest level of input that is significant to the fair value measurement. IFRS 7 prioritizes the inputs into three levels that may be used to measure fair value:

Level 1 – Unadjusted quoted prices in active markets that are accessible at the measurement date for identical unrestricted assets or liabilities. The Company considers its cash to be at fair value using Level 1 inputs.

(Expressed in United States dollars)

Level 2 – Inputs that are observable, either directly or indirectly, but do not qualify as Level 1 inputs (i.e. quoted prices for similar assets or liabilities).

Level 3 – Prices or valuation techniques that are not based on observable market data and require inputs that are both significant to the fair value measurement and unobservable.

Financial assets and liabilities measured at fair value on a recurring basis are presented on the Company's condensed consolidated interim statement of financial position as of September 30, 2023 and December 31, 2022 as follows:

| | Balance as at | Quoted Prices in Active Markets for Identical Assets (Level 1) | Significant Other Observable Inputs (Level 2) | Significant Unobservable Inputs (Level 3) |
|---|---|---|---|---|
| *Financial Assets:* | | | | |
| Cash | $ 538,602 | $ 538,602 | $ — | $ — |
| Investment in equity securities | 3,491,874 | — | — | 3,491,874 |
| September 30, 2023 | $ 4,030,476 | $ 538,602 | $ — | $ 3,491,874 |
| Cash | $ 349,638 | $ 349,638 | $ — | $ — |
| Investment in equity securities | 3,491,874 | — | — | 3,491,874 |
| December 31, 2022 | $ 3,841,512 | $ 349,638 | $ — | $ 3,491,874 |

The recorded value of accounts receivable and accounts payable approximate their current fair values because of their nature and relatively short maturity dates or durations and current market rates for similar instruments. The Company estimates that the recorded value of the convertible debenture approximate its fair value based on the effective interest rate used to measure the convertible debentures.

The Company examines the various financial instrument risks to which it is exposed and assesses the impact and likelihood of those risks. Where material, these risks are reviewed and monitored by management. There have not been any significant changes from the previous year as to how these risks are reviewed and monitored by management. The types of financial instrument risk exposures and the objectives and policies for managing these risk exposures are described below:

(a) Credit risk

Credit risk is the risk of an unexpected loss if a customer or third party to a financial instrument fails to meet its contractual obligations.

The Company's cash is held at a large Canadian financial institution in interest bearing accounts. The Company has no investments in asset-backed commercial paper. The Company's accounts receivables consist mainly of oil sales and purchase taxes remitted from the Government of Canada. The Company does not consider itself to be economically dependent on its hydrocarbon customers as transactions with these parties can be easily replaced by transactions with other parties on similar terms and conditions. The Company has not recorded any allowance against its trade receivables because historically all balances owed have been settled in full when due (typically within sixty days of submission).

(b) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due.

The Company manages liquidity risk through its management of capital as outlined in Note 11. The Company held cash at September 30, 2023 in the amount of $538,602 (December 31, 2022 - $349,638) in order to meet short-term business requirements and strategic investments. See Note 2(c) that discusses the material uncertainty that may cast significant doubt as to the Company's ability to continue as a going concern.

At September 30, 2023, the Company had current liabilities (due within the 12 months) of $1,300,516 (December 31, 2022 - $1,160,315). Contractual undiscounted cash flow requirements for financial liabilities as of September 30, 2023 are as follows:

| | **<1 year** | **2-3 Years** | **4-5 Years** | **Thereafter** | **Total** |
|---|---|---|---|---|---|
| Accounts payable and accrued liabilities | $ 1,271,059 | $ — | $ — | $ — | $ 1,271,059 |
| Loans | 29,457 | — | — | — | 29,457 |
| Convertible debentures and interest | — | 4,704,320 | — | — | 4,704,320 |
| | $ 1,300,516 | $ 4,704,320 | $ — | $ — | $ 6,004,836 |

(c) Market risk

Market risk consists of interest rate risk, foreign currency risk and price risk. These are discussed further below.

*Interest rate risk*
Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The risk that the Company will realize a loss as a result of lower interest rates is insignificant.

*Foreign currency risk*
Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate due to changes in foreign exchange rates.

The Company is exposed to foreign currency risk to the extent that the following monetary assets and liabilities are denominated in Canadian dollars at September 30, 2023:

| | | |
|---|---|---|
| Cash | CAD$ | 37,508 |
| Receivables | | 28,097 |
| Accounts payable and accrued liabilities | | (175,163) |
| Net exposure | CAD$ | (109,558) |
| U.S. dollar equivalents | USD$ | (80,682) |

The result of sensitivity analysis shows that a 10 percent change in the US$ exchange rate, with all other variables held constant, could impact the net loss by approximately USD$8,150.

*Price risk*
The Company's profitability and ability to raise capital to fund development of oil properties is subject to risks associated with fluctuations in oil prices. Management closely monitors oil prices, individual equity movements, and the stock market to determine the appropriate course of action to be taken by the Company.

## 11. MANAGEMENT OF CAPITAL

The Company's objective when managing capital is to safeguard the Company's ability to continue as a going concern. The Company is not subject to any externally imposed capital requirements. As of September 30, 2023, the Company considers capital to consist of all components of shareholders' equity and convertible debentures. The Company manages the capital structure and adjusts it based on changes in economic conditions and the risk characteristic of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue shares, issue debt, or dispose of assets to increase the amount of cash on hand. The Company does not pay out dividends at this stage of the Company's development to maximize ongoing development efforts.

The Company expects its current capital resources to be sufficient to carry its exploration and development plans related to its oil and gas business through the next twelve months, but the Company expects to require additional capital to support its corporate operations. See Note 2 (c) Going concern for a discussion of the Company's working capital deficiency and other factors that may indicate a material uncertainty that may cast significant doubt over the Company's ability to continue as a going concern. See Notes 7 and 8, respectively, for discussion of a private placement capital raise for convertible debentures completed in January 2022 for gross proceeds of approximately $4.4 million, and $1.6 million from a private placement capital raise in March 2023.

## 12. SEGMENTED INFORMATION, MAJOR CUSTOMERS AND ECONOMIC DEPENDENCE

At September 30, 2023, all of the Company's non-current assets (other than financial instruments and intangible assets) are located in Oklahoma, USA. Geographical information relating to the Company's non-current assets is presented in Notes 3, 4 and 5.

The Company's revenues of $28,000 are attributable to the Company's performance of prefeasibility studies for potential purchasers of the boiler being developed by Hydrogen Technologies, LLC. For the nine months ended September 30, 2022, the Company's revenues of $23,021 were primarily attributable to the Company's property in Oklahoma where sales were recorded from deliveries of crude oil and gas.

The income (loss) from equity investments of $ (457,762) (2022 –$782,927) is attributable to the Company's share of income (loss) from its equity investments in Oklahoma (Note 4).

## 13. SUBSEQUENT EVENTS

There were no material events subsequent to the end of the quarter.