

Oil and Gas Corporation of Newfoundland and Labrador

**Consolidated financial statements
December 31, 2022**



Management's responsibility for financial reporting

The accompanying consolidated financial statements and supplementary financial information schedules of **Oil and Gas Corporation of Newfoundland and Labrador** are the responsibility of management and have been approved by the Board of Directors.

The consolidated financial statements have been prepared by management in accordance with Canadian public sector accounting standards prescribed for governments as recommended by the Public Sector Accounting Board. Management is responsible for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

The Board of Directors is responsible for ensuring that management fulfils its responsibilities for financial reporting and internal control and is ultimately responsible for reviewing and approving the consolidated financial statements.

The external auditors, Ernst & Young LLP, conduct an audit in accordance with Canadian generally accepted auditing standards, and express their opinion on the consolidated financial statements. The external auditors have access to financial management of **Oil and Gas Corporation of Newfoundland and Labrador** and meet when required.



Shirley Randall

Director



Richard J. Saw

Director

Independent auditor's report

To the Board of Directors of
Oil and Gas Corporation of Newfoundland and Labrador

Opinion

We have audited the consolidated financial statements of **Oil and Gas Corporation of Newfoundland and Labrador** ["Oilco"], which comprise the consolidated statement of financial position as at December 31, 2022, and the consolidated statement of operations and accumulated surplus, consolidated statement of change in net assets and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of Oilco as at December 31, 2022, and its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with Canadian public sector accounting standards.

Basis for opinion

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

Responsibilities of management and those charged with governance for the consolidated financial statements

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

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

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

Auditor's responsibilities for the audit of the consolidated financial statements

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

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

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

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

St. John's, Canada
April 21, 2023

Ernst & Young LLP
Chartered Professional Accountants

Oil and Gas Corporation of Newfoundland and Labrador

Consolidated statement of financial position

[in thousands of Canadian dollars]

As at December 31

	2022	2021
	\$	\$
Assets		
Cash	11,370	7,080
Accounts receivable [note 4]	3,498	4,707
	<hr/>	<hr/>
	14,868	11,787
Liabilities		
Accounts payable [notes 6 and 10]	2,575	7,238
Deferred contribution [note 8]	510	533
Deferred revenue	715	724
	<hr/>	<hr/>
Net assets	3,800	8,495
	<hr/>	<hr/>
Non-financial assets		
Tangible capital assets, net [note 5]	6,898	4,944
Exploration assets [note 7]	44,082	45,851
Prepaid expenses	532	519
	<hr/>	<hr/>
Accumulated surplus	51,512	51,314
	<hr/>	<hr/>
Contingencies [note 14]	62,580	54,606

Contingencies [note 14]
Subsequent events [note 16]

See accompanying notes

On behalf of the Board:



Christopher P. Knott
Director



Richard T. Law
Director

Oil and Gas Corporation of Newfoundland and Labrador

Consolidated statement of operations and accumulated surplus
 [in thousands of Canadian dollars]

Year ended December 31

	Budget \$	2022 \$	2021 \$
Revenue			
Grant revenue	26,100	17,263	30,427
Lease revenue	224	1,195	3,613
Other revenue [note 12]	5,213	6,575	11,486
Net finance income	(1)	250	14
	31,536	25,283	45,540
Expenses			
Operating costs [note 11]	11,902	9,733	11,437
Amortization of exploration assets	4,563	6,980	2,333
Amortization of tangible capital assets	584	588	685
Exploration	13	8	367
	17,062	17,309	14,822
Annual surplus for the year	14,474	7,974	30,718
Accumulated surplus, beginning of year	54,606	54,606	23,888
Accumulated surplus, end of year	69,080	62,580	54,606

See accompanying notes

Oil and Gas Corporation of Newfoundland and Labrador

Consolidated statement of change in net assets

[in thousands of Canadian dollars]

Year ended December 31

	2022	2021
	\$	\$
Annual surplus for the year	7,974	30,718
Amortization of tangible capital assets	588	685
Acquisition of tangible capital assets	(2,558)	(1,841)
Disposal of tangible capital assets	16	—
Amortization of exploration assets	6,980	2,333
Acquisition of exploration assets	(5,211)	(24,147)
Prepaid expenses	(13)	80
Change in net assets	7,776	7,828
Net assets (debt), beginning of year	3,292	(4,536)
Net assets, end of year	11,068	3,292

See accompanying notes

Oil and Gas Corporation of Newfoundland and Labrador

Consolidated statement of cash flows

[in thousands of Canadian dollars]

Year ended December 31

	2022	2021
	\$	\$
Operating transactions		
Annual surplus for the year	7,974	30,718
Adjustments for items not affecting cash		
Amortization of tangible capital assets	588	685
Amortization of exploration assets	6,980	2,333
Loss (gain) on sale of tangible capital assets	16	(500)
	<hr/> 15,558	<hr/> 33,236
Changes in non-cash assets and liabilities related to operations		
Decrease (increase) in accounts receivable	1,209	(1,299)
Decrease (increase) in prepaid expenses	(13)	80
Decrease in accounts payable	(4,663)	(4,417)
Decrease in deferred revenue	(9)	(31)
Decrease in deferred contribution	(23)	(10)
Cash provided by operating transactions	<hr/> 12,059	<hr/> 27,559
Capital transactions		
Purchase of tangible capital assets	(2,558)	(1,841)
Proceeds on sale of tangible capital assets	—	500
Purchase of exploration assets	(5,211)	(24,147)
Cash used in capital transactions	<hr/> (7,769)	<hr/> (25,488)
Net increase in cash during the year	4,290	2,071
Cash, beginning of year	7,080	5,009
Cash, end of year	11,370	7,080

See accompanying notes

Oil and Gas Corporation of Newfoundland and Labrador

Notes to consolidated financial statements

December 31, 2022

1. Nature of the entity

Oil and Gas Corporation of Newfoundland and Labrador ["Oilco"] is a Crown corporation established under its enabling statute, the *Oil and Gas Corporation Act (NL)*, which was proclaimed on January 1, 2020. Reporting directly to the Minister of Industry, Energy and Technology, Oilco focuses on maximizing opportunities for growth in the Newfoundland and Labrador's offshore oil and gas industry and aims to position the Province of Newfoundland and Labrador [the "Province"] as a globally preferred location for oil and gas development. As well, Bull Arm Fabrication Inc., a subsidiary of Oilco, operates on a site leased from the Province for a term of 30 years for a nominal amount of \$1 per annum, which expired March 2022 but was renewed for a further 10 year term [note 16]. This site is Atlantic Canada's largest industrial fabrication site and has a fully integrated infrastructure to support large scale fabrication. Oilco's activities are aimed at maximizing exploration investments in Newfoundland and Labrador, to acquire and manage the Province's equity interests in Oilco projects and enhance local supply chain development opportunities in support of Advance 2030 – the Way Forward on Oil and Gas.

Oilco is exempt from paying income taxes under Section 149(1) (d.2) of the *Income Tax Act (Canada)*.

2. Summary of significant accounting policies

Basis for accounting

These consolidated financial statements have been prepared in accordance with Canadian public sector accounting standards prescribed for government organizations, as recommended by the Public Sector Accounting Board.

Basis of consolidation

Bull Arm Fabrication Inc. is a 100% owned subsidiary of Oilco. These consolidated financial statements reflect the assets, liabilities, revenue and expenses for the activity of these entities. All inter-entity assets, liabilities, revenue, and expenses have been eliminated.

Revenue recognition

Grant revenue is recognized when the grant is authorized and any eligibility criteria are met, except to the extent that grant stipulations give rise to an obligation that meets the definition of a liability. Grants are recognized as deferred revenue when transfer stipulations give rise to a liability. Grant revenue is recognized in the consolidated statement of operations and accumulated surplus as the stipulation liabilities are settled.

Lease revenue is recognized when services have been rendered, recovery of the consideration is probable, and the amount of revenue can be reliably measured.

Revenue related to fees for services received in advance of the services being performed is deferred and recognized when the service is performed, the amount of revenue can be reasonably measured and collection is reasonably assured.

Revenue associated with the sale of geoscientific data is recognized when the terms and conditions governing sales have been met, the amount of revenue can be reliably measured, and recovery of the consideration is probable.

Oil and Gas Corporation of Newfoundland and Labrador

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Tangible capital assets

Tangible capital assets are recorded at cost less accumulated amortization. Cost includes materials, labour, contracted services and professional fees.

Costs capitalized with the related asset include all those costs directly attributable to bringing the asset into operation. When significant parts of tangible capital assets are required to be replaced at intervals, Oilco recognizes such parts as individual assets with specific useful lives and amortization. Repairs and maintenance costs are expensed as incurred.

Amortization is recorded on a straight-line basis over the estimated life of the respective tangible capital asset commencing once the asset is available for productive use as follows:

Computer hardware	5 years
Computer software	10 years
Office furniture and equipment	20 years
Leasehold improvements	5–50 years
Buildings	18 years
Module hall door	26 years
Visitor centre	42 years
Other	5–25 years

Tangible capital assets are written down when conditions indicate that they no longer contribute to Oilco's ability to provide goods and services, or when the future economic benefits associated with the tangible capital assets is less than their net book value. The net write-downs are accounted for as expenses in the consolidated statement of operations and accumulated surplus. Construction in progress is not amortized until the asset is put in use.

Exploration assets

Costs related to the purchase of seismic surveying are capitalized and amortized over their expected useful lives of six years. Exploration assets are tested for impairment when events or circumstances indicate that their carrying amount may not be recoverable.

Employee future benefits

Employees participate in the Province's Public Service Pension Plan, a multi-employer defined benefit plan. Contributions by Oilco to this plan are recognized as an expense when employees have rendered service entitling them to the contributions. Assets and liabilities associated with this Plan are held with the Province.

Foreign currency translation

Transactions in currencies other than Oilco's functional currency are recognized using the exchange rate in effect at the date of transaction, approximated by the prior month's end close rate. At the end of each reporting period, monetary items denominated in foreign currencies are translated at the rates of exchange in effect at the year end date. Foreign exchange gains and losses are included in the consolidated statement of operations and accumulated surplus as other expense.

Oil and Gas Corporation of Newfoundland and Labrador

Notes to consolidated financial statements

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Use of estimates

The preparation of the consolidated financial statements in accordance with Canadian public sector accounting standards requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities during the reporting period. These estimates include useful lives of tangible capital assets and employee future benefits. Actual results could differ from management's best estimates as additional information becomes available in the future.

3. Changes in accounting policy

In fiscal 2022, Oilco early adopted PS Section 3280, Asset Retirement Obligations ["PS 3280"]. PS 3280 requires the recognition of a liability for an asset retirement obligation when there is a legal obligation to incur retirement costs in relation to a tangible capital asset or leased asset; the past transaction or event giving rise to the liability has occurred; it is expected that future economic benefits will be given up; and a reasonable estimate of the amount can be made.

PS 3280 is effective for fiscal years beginning on or after April 1, 2022; however, early adoption is permitted. Oilco completed a detailed assessment of the Group's assets and leased assets and concluded that there were no legal obligations to incur retirement costs in relation to these assets. As a result, there was no impact on Oilco's financial statements as a result of adopting PS 3280.

4. Accounts receivable

As at December 31 [thousands of Canadian dollars]

	2022	2021
	\$	\$
0–60 days	3,302	3,326
60+ days	156	—
HST receivable	40	1,381
	3,498	4,707

Notes to consolidated financial statements

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5. Tangible capital assets

As at December 31 [thousands of Canadian dollars]

	Computer hardware \$	Computer software \$	Office equipment \$	Furniture and equipment \$	Leasehold improvements \$	Module hall door \$	Visitor centre \$	Buildings \$	Other \$	Construction in progress \$	Total \$
Cost											
Balance, January 1, 2022	449	1,271		39	701		240	532	31	951	2,085
Additions	24	—		—	—		—	—	—	123	2,411
Disposals		—		—	—		—	—	—	—	2,558
Balance, December 31, 2022	473	1271		39	701		240	532	31	1,074	4,480
Accumulated amortization											
Balance, January 1, 2022	297	401		4	487		32	32	10	92	—
Amortization	76	209		2	212		16	16	4	53	—
Balance, December 31, 2022	373	610		6	699		48	48	14	145	588
Net book value, December 31, 2022	100	661		33	2		192	484	17	929	4,480
											6,898

Notes to consolidated financial statements

December 31, 2022

	Computer hardware	Computer software	Office furniture and equipment	Leasehold improvements	Module hall door	Visitor centre	Buildings	Other	Construction in progress	Total
Cost	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$
Balance, January 1, 2021	430	1,154	39	700	240	532	31	848	484	4,458
Additions	19	117	—	1	—	—	—	—	103	1,601
Disposals	—	—	—	—	—	—	—	—	—	—
Balance, December 31, 2021	449	1,271	39	701	240	532	31	951	2,085	6,299
Accumulated amortization										
Balance, January 1, 2021	159	197	2	237	16	16	5	38	—	670
Amortization	138	204	2	250	16	16	5	54	—	685
Balance, December 31, 2021	297	401	4	487	32	32	10	92	—	1,355
Net book value, December 31, 2021	152	870	35	214	208	500	21	859	2,085	4,944

Oil and Gas Corporation of Newfoundland and Labrador

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6. Accounts payable

As at December 31 [thousands of Canadian dollars]

	2022 \$	2021 \$
Trade payables	2,492	6,511
Due to related parties [note 10]	38	62
HST payable	45	665
	2,575	7,238

7. Exploration assets

Exploration assets comprise expenditures related to 2D and 3D seismic data, geoscientific studies and a resource assessment.

As at December 31 [thousands of Canadian dollars]

	2022 \$	2021 \$
Cost, January 1, 2022	48,358	24,211
Additions	5,211	24,147
Balance, December 31, 2022	53,569	48,358
Accumulated amortization, January 1, 2022	2,507	174
Amortization	6,980	2,333
Balance, December 31, 2022	9,487	2,507
Net carrying amount, December 31, 2022	44,082	45,851

Oil and Gas Corporation of Newfoundland and Labrador

Notes to consolidated financial statements

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8. Deferred contribution

During 2020, Bull Arm Fabrication Inc. received Mooring Bollards with a fair value of \$616K from an unrelated party in exchange for a rent concession in the amount of \$52K. The difference between the fair value and the rent concession was recorded as a deferred contribution and is amortized over the useful life of the asset, which is determined to be 25 years.

During 2021, an unrelated party completed work on a sewage system for Bull Arm Fabrication Inc. with a fair value of \$13K. This has been recorded as a deferred contribution and will be amortized over the useful life of the asset, which is determined to be 20 years.

As at December 31 [thousands of Canadian dollars]

	2022 \$	2021 \$
Deferred contribution, beginning of year	533	543
Additions	—	13
Less revenue recognized	(23)	(23)
Deferred contribution, end of year	510	533

9. Employee future benefits

Employees participate in the Province's Public Service Pension Plan, a multi-employer defined benefit plan. The employer's contributions for the year ended December 31, 2022 of \$310K [2021 – \$354K] were expensed as incurred [note 11].

10. Related party transactions

- [i] Oilco operates on a site leased from the Province for a term of 30 years for a nominal amount of \$1 per annum, which expired in March 2022 but was renewed for a further 10 year term.
- [ii] For the year ended December 31, 2022, Oilco earned \$4.2 million [2021 – \$4.2 million] for the management of Nalcor Energy – Oil and Gas Inc.'s [Nalcor Energy] assets, as set out in the management services agreement.
- [iii] As at December 31, 2022, Oilco had a net payable to Nalcor Energy of \$38K [2021 – \$62K] related to operations.
- [iv] For the year ended December 31, 2022, Oilco was charged \$250K [2021 – \$233K] by Nalcor Energy for IT-related services [note 11].

Oil and Gas Corporation of Newfoundland and Labrador

Notes to consolidated financial statements

December 31, 2022

11. Operating costs

Year ended December 31 [thousands of Canadian dollars]

	2022 \$	2021 \$
Salaries and benefits <i>[note 9]</i>	3,992	4,298
Professional services	1,735	1,963
Software maintenance <i>[note 10]</i>	1,226	1,363
Utilities	775	2,111
Site maintenance and materials	618	585
Building rental	515	513
Insurance	416	404
Other operating costs	456	200
	9,733	11,437

12. Other revenue

Year ended December 31 [thousands of Canadian dollars]

	2022 \$	2021 \$
Forgiveness of payable to Nalcor Energy – Oil and Gas Inc. related to the transition of 2019 operations	—	4,984
Management fee related to management of Nalcor Energy – Oil and Gas Inc.'s assets	4,203	4,215
Seismic revenue	2,212	2,064
Loss (gain) on sale of tangible capital assets	(16)	500
Amortization of deferred contribution <i>[note 8]</i>	9	23
Foreign currency gains (losses)	167	(300)
	6,575	11,486

13. Financial instruments and risk management

Financial instruments are classified in one of the following categories: [i] fair value or [ii] cost or amortized cost. Oilco determines the classification of its financial instruments at initial recognition.

Cash is classified at fair value. Other financial instruments, including accounts receivable and accounts payable, are initially recorded at their fair value and are subsequently measured at amortized cost, net of any provisions for impairment.

Oil and Gas Corporation of Newfoundland and Labrador

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December 31, 2022

Oilco is exposed to certain credit, liquidity and foreign exchange risks from its financial instruments. This note describes Oilco's objectives, policies and processes for managing those risks and the methods used to measure them. Further qualitative and quantitative information in respect of these risks is presented below.

Credit risk

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. Oilco is exposed to credit risk through its accounts receivable. The degree of exposure to credit risk on cash and accounts receivable is determined by the financial capacity and stability of those customers and counterparties. The maximum exposure to credit risk on these financial instruments is represented by their carrying values on the consolidated statement of financial position at the reporting date. As at December 31, 2022, there was no allowance [2021 – nil] for doubtful accounts included in accounts receivable.

Liquidity risk

Liquidity risk is the risk that Oilco will encounter difficulty in meeting obligations associated with financial liabilities. Oilco is exposed to liquidity risk through its accounts payable, and its potential inability to pay as a result of cash flow constraints. Oilco's liquidity risk management activities are directed to ensuring cash is available to meet those obligations as they become due. Oilco mitigates its liquidity risk through cash on hand and financial support from the Government of Newfoundland and Labrador.

Foreign exchange risk

Oilco is exposed to foreign exchange price risk on its sales, payables and purchases, some of which are denominated in US dollars.

14. Contingencies

Oilco is subject to various legal proceedings and claims in the normal course of business. Although the outcome of such actions cannot be predicted with certainty, management currently believes Oilco's exposure to such claims and litigation, to the extent not covered by insurance policies or otherwise provided for, is not expected to materially affect the financial position of Oilco.

16. Subsequent events

In March 2023, the Government of Newfoundland and Labrador announced an approval of a \$13,000,000 budget for the 2023 seismic program, which had previously been suspended in January 2022.