

# Interim Consolidated Balance Sheets (UNAUDITED)

<i>(thousands of United States dollars)</i>	Note	As at June 30, 2013	As at December 31, 2012
<b>Assets</b>			
Cash and cash equivalents		2,232	5,658
Trade and other receivables		9,541	8,072
Inventory		3,204	3,301
Deferred transaction costs	6	380	370
Current assets		15,357	17,401
Deferred transaction costs	6	824	1,019
Property, plant and equipment, net	5	27,003	33,586
Non-current assets		27,827	34,605
Assets		43,184	52,006
<b>Liabilities</b>			
Bank indebtedness	6	2,900	3,000
Trade and other payables		6,064	7,756
Current liabilities		8,964	10,756
<b>Equity</b>			
Share capital	7	119,574	119,574
Contributed surplus		8,344	7,892
Accumulated other comprehensive loss		(2,477)	(2,477)
Accumulated deficit		(91,221)	(83,739)
Equity		34,220	41,250
Equity and liabilities		43,184	52,006

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

Approved on behalf of the Board of Directors



Paul Welch  
Chief Executive Officer



Olivier Serra  
Chief Financial Officer

# Interim Consolidated Statements of Comprehensive Loss (UNAUDITED)

	Note	THREE MONTHS ENDED JUNE 30		SIX MONTHS ENDED JUNE 30	
		2013	2012	2013	2012
<i>(thousands of United States dollars, except per share data)</i>					
Revenue, net of royalties	9	<b>7,498</b>	4,967	<b>14,429</b>	10,120
Revenue		<b>7,498</b>	4,967	<b>14,429</b>	10,120
Direct operating expense		<b>2,399</b>	872	<b>4,028</b>	2,137
Exploration and evaluation expense		<b>296</b>	1,387	<b>623</b>	2,098
Depletion, depreciation and amortization	5	<b>1,422</b>	976	<b>2,879</b>	1,884
Impairment expense		–	–	<b>7,158</b>	–
Foreign exchange loss		<b>217</b>	47	<b>364</b>	84
Stock based compensation	8	<b>277</b>	149	<b>452</b>	347
General and administrative expenses		<b>1,718</b>	1,358	<b>2,841</b>	2,654
Operating income/(loss)		<b>1,169</b>	178	<b>(3,916)</b>	916
Finance expense		<b>221</b>	286	<b>448</b>	548
Income/(loss) before income taxes		<b>948</b>	(108)	<b>(4,364)</b>	368
Current income tax expense		<b>1,610</b>	1,269	<b>3,118</b>	2,531
<b>Total comprehensive loss for the period</b>		<b>(662)</b>	(1,377)	<b>(7,482)</b>	(2,163)
<b>Net loss per share – basic and diluted</b>	11	<b>\$ (0.00)</b>	\$ (0.00)	<b>\$ (0.02)</b>	\$ (0.01)

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

# Interim Consolidated Statement of Changes in Equity (UNAUDITED)

SIX MONTHS ENDED JUNE 30

(thousands of United States dollars)

	2013	2012
<b>Share capital</b>		
Balance, beginning of period	119,574	119,574
Balance, end of period	119,574	119,574
<b>Warrants</b>		
Balance, beginning of period	–	4,122
Balance, end of period	–	4,122
<b>Contributed Surplus</b>		
Balance, beginning of period	7,892	3,289
Share based payments	452	347
Balance, end of period	8,344	3,636
<b>Accumulated Other Comprehensive Loss</b>		
<b>Items that will not be reclassified to net income:</b>		
Balance, beginning of period	(2,477)	(2,477)
Balance, end of period	(2,477)	(2,477)
<b>Accumulated Deficit</b>		
Balance, beginning of period	(83,739)	(55,631)
Total comprehensive loss for the period	(7,482)	(2,163)
Balance, end of period	(91,221)	(57,794)
<b>Total Equity</b>	<b>34,220</b>	<b>67,061</b>

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

# Interim Consolidated Statement of Cash Flows (UNAUDITED)

(thousands of United States dollars)	Note	THREE MONTHS ENDED JUNE 30		SIX MONTHS ENDED JUNE 30	
		2013	2012	2013	2012
<b>Cash flows from/(used in) operating activities</b>					
Net income for the period		(662)	(1,377)	(7,482)	(2,163)
Adjustments for:					
Depletion, depreciation and amortization	5	1,422	976	2,879	1,884
Impairment expense		–	–	7,158	–
Amortization of deferred transaction costs		93	93	185	186
Unrealized foreign exchange loss		(181)	(54)	(282)	(70)
Stock-based compensation		277	149	452	347
Operating cash flows before change in non-cash working capital		949	(213)	2,910	184
Change in non-cash working capital including non-current provision		(1,261)	4,536	(3,064)	3,558
<b>Net cash from/(used in) operating activities</b>		<b>(312)</b>	<b>4,143</b>	<b>(154)</b>	<b>3,742</b>
<b>Cash flows from/(used in) investing activities:</b>					
Property, plant and equipment expenditures	5	(1,635)	(2,404)	(3,454)	(4,237)
Exploration and evaluation expenditures		–	(736)	–	(858)
Restricted cash		–	500	–	(2,000)
<b>Net cash used in investing activities</b>		<b>(1,635)</b>	<b>(2,640)</b>	<b>(3,454)</b>	<b>(7,095)</b>
<b>Cash flows from/(used in) financing activities:</b>					
Proceeds from bank facility	6	–	2,000	2,000	5,000
Repayment of bank facility	6	(1,600)	(663)	(2,100)	(663)
<b>Net cash from/(used in) financing activities</b>		<b>(1,600)</b>	<b>1,337</b>	<b>(100)</b>	<b>4,337</b>
<b>Change in cash and cash equivalents</b>		<b>(3,547)</b>	<b>2,840</b>	<b>(3,708)</b>	<b>984</b>
<b>Effect of foreign exchange on cash and cash equivalents</b>		<b>181</b>	<b>54</b>	<b>282</b>	<b>70</b>
<b>Cash and cash equivalents, beginning of period</b>		<b>5,598</b>	<b>4,285</b>	<b>5,658</b>	<b>6,125</b>
<b>Cash and cash equivalents, end of period</b>		<b>2,232</b>	<b>7,179</b>	<b>2,232</b>	<b>7,179</b>
<b>Supplemental information</b>					
Interest paid		27	48	65	131

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

# Notes to the Consolidated Financial Statements (UNAUDITED)

FOR THE THREE AND SIX MONTHS ENDED JUNE 30, 2013 AND 2012

*(tabular amounts are in thousands of United States dollars except per share data)*

## Note 1 Reporting entity:

Sea Dragon Energy Inc. (“Sea Dragon” or “the Company”) is a company domiciled in Canada. The address of the Company’s registered office is 255-5th Avenue SW, Bow Valley Square 3, Suite 2320, Calgary Alberta T2P 3G6. The consolidated interim financial statements of the Company as at and for the three and six months ended June 30, 2013 and 2012 comprise the Company and its wholly owned subsidiaries. The Company is engaged in the exploration for and development and production of oil and natural gas and conducts many of its activities jointly with others; these consolidated financial statements reflect only the Company’s proportionate interest in such activities. The Company’s principle properties are located in the Arab Republic of Egypt.

The Company is listed on the Toronto Venture Stock Exchange (TSX-V) and trades under the symbol SDX.

## Note 2 Basis of preparation and accounting policies:

### Basis of preparation

These condensed interim consolidated financial statements for the three and six months ended June 30, 2013 have been prepared in accordance with IAS 34, Interim Financial Reporting, as issued by the International Accounting Standards Board (“IASB”). These condensed interim consolidated financial statements should be read in conjunction with the annual financial statements for the year ended December 31, 2012, which have been prepared in accordance with International Financial Reporting Standards (“IFRS”).

These interim Consolidated Financial Statements of Sea Dragon Energy were approved by the Audit Committee on August 22, 2013.

### Accounting policies

The accounting policies adopted are consistent with those of the previous financial year, except for the adoption of the new standards and interpretations effective January 2013.

### IFRS 10 – Consolidation

IFRS 10 requires an entity to consolidate an investee when it is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Under existing IFRS, consolidation is required when an entity has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. IFRS 10 replaces SIC-12 Consolidation—Special Purpose Entities and parts of IAS 27 Consolidated and Separate Financial Statements.

### IFRS 11 - Joint Arrangements

IFRS 11 requires a venturer to classify its interest in a joint arrangement as a joint venture or joint operation. Joint ventures will be accounted for using the equity method of accounting whereas for a joint operation the venturer will recognize its share of the assets, liabilities, revenue and expenses of the joint operation. Under existing IFRS, entities have the choice to proportionately consolidate or equity account for interests in joint ventures. IFRS 11 supersedes IAS 31, Interests in Joint Ventures, and SIC-13, Jointly Controlled Entities—Non-monetary Contributions by Venturers.

### IFRS 12 – Disclosure of Interests in Other Entities

IFRS 12 establishes disclosure requirements for interests in other entities, such as joint arrangements, associates, special purpose vehicles and off balance sheet vehicles. The standard carries forward existing disclosures and also introduces significant additional disclosure requirements that address the nature of, and risks associated with, an entity’s interests in other entities.

### IFRS 13 - Fair Value Measurement

IFRS 13 is a comprehensive standard for fair value measurement and disclosure requirements for use across all IFRS standards. The new standard clarifies that fair value is the price that would be received to sell an asset, or paid to transfer a liability in an orderly transaction between market participants, at the measurement date. It also establishes disclosures about fair value measurement. Under existing IFRS, guidance on measuring and disclosing fair value is dispersed among the specific standards requiring fair value measurements and in many cases does not reflect a clear measurement basis or consistent disclosures.

### **Amendments to Other Standards**

In addition, there have been amendments to existing standards, including IAS 27, Separate Financial Statements (IAS 27), and IAS 28, Investments in Associates and Joint Ventures (IAS 28). IAS 27 addresses accounting for subsidiaries, jointly controlled entities and associates in non-consolidated financial statements. IAS 28 has been amended to include joint ventures in its scope and to address the changes in IFRS 10 – 13.

In May 2013, the IASB released an amendment to IAS 36, 'Impairment of Assets'. This amendment requires entities to disclose the recoverable amount of an impaired Cash Generating Unit ("CGU"). The amendment is effective January 1, 2014. Early adoption is permitted.

### **International Financial Reporting Standard 9, Financial Instruments ("IFRS 9")**

IFRS 9 was issued in November 2009 and contained requirements for financial assets. This standard addresses classification and measurement of financial assets and replaces the multiple category and measurement models in IAS 39 for debt instruments with a new mixed measurement model having only two categories: amortized cost and fair value through profit or loss. IFRS 9 also replaces the models for measuring equity instruments, and such instruments are either recognized at fair value through profit or loss or at fair value through other comprehensive income. Where such equity instruments are measured at fair value through other comprehensive income, dividends are recognized in profit or loss to the extent not clearly representing a return of investment, are recognized in profit or loss; however, other gains and losses (including impairments) associated with such instruments remain in accumulated comprehensive income indefinitely. Requirements for financial liabilities were added in October 2010 and they largely carried forward existing requirements in IAS 39, Financial Instruments – Recognition and Measurement, except that fair value changes due to credit risk for liabilities designated at fair value through profit and loss would generally be recorded in other comprehensive income. This standard is required to be applied for accounting periods beginning on or after January 1, 2013, with earlier adoption permitted.

The Company has assessed the impact of these standards and determined that it has no impact on the financial statements.

## **Note 3**

### **Determination of fair values:**

A number of the Company's accounting policies and disclosures require the determination of fair value, for both financial and non-financial assets and liabilities. Fair values have been determined for measurement and/or disclosure purposes based on the following methods. When applicable, further information about the assumptions made in determining fair values is disclosed in the notes specific to that asset or liability.

The different levels of financial instrument valuation methods have been defined as follows:

Level 1 Fair value measurements are based on unadjusted quoted market prices.

Level 2 Fair value measurements are based on valuation models and techniques where the significant inputs are derived from quoted indices.

Level 3 Fair Value Measurements are based on unobservable information.

The carrying value of cash and cash equivalents, trade and other receivables, trade and other payables, and bank debt included in the consolidated balance sheet approximate fair value due to the short term nature of those instruments.

### **Stock options:**

The fair value of employee stock options is measured using a Black Scholes option pricing model. Measurement inputs include share price on measurement date, exercise price of the instrument, expected volatility based on weighted average historic volatility adjusted for changes expected due to publicly available information, weighted average expected life of the instruments based on historical experience and general option holder behavior, expected dividends, and the risk-free interest rate.

# Notes to the Consolidated Financial Statements (UNAUDITED)

FOR THE THREE AND SIX MONTHS ENDED JUNE 30, 2013 AND 2012

## Note 4 Financial risk management:

### (a) Overview:

The Company's activities expose it to a variety of financial risks that arise as a result of its exploration, development, production, and financing activities such as:

- credit risk;
- liquidity risk;
- market risk;
- foreign currency risk; and
- other price risk.

This note presents information about the Company's exposure to each of the above risks, the Company's objectives, policies and processes for measuring and managing risk, and the Company's management of capital. Further quantitative disclosures are included throughout these consolidated interim financial statements.

The Board of Directors oversees managements' establishment and execution of the Company's risk management framework. Management has implemented and monitors compliance with risk management policies. The Company's risk management policies are established to identify and analyze the risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and adherence to market conditions and the Company's activities.

### (b) Credit risk:

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from joint venture partners, oil and natural gas marketers, and cash held with banks. The maximum exposure to credit risk at the end of the period is as follows:

	CARRYING AMOUNT	
	June 30, 2013	December 31, 2012
Cash and cash equivalents	2,232	5,658
Trade and other receivables	9,541	8,072
Total	11,773	13,730

#### Trade and other receivables:

All of the Company's operations are conducted in Egypt. The Company's exposure to credit risk is influenced mainly by the individual characteristics of each counter party.

Receivables relating to oil and gas sales are due from Ganope and EGPC, two Government of Egypt controlled corporations and are normally collected in four to six months following production. The Company expects to collect the outstanding receivables in the normal course of operations.

The Company does not anticipate any default as it expects continued payment from customers. As such a provision for doubtful accounts has not been recorded as at June 30, 2013 and December 31, 2012.

The maximum exposure to credit risk for loans and receivables at the reporting date by type of customer was:

	CARRYING AMOUNT	
	June 30, 2013	December 31, 2012
Government of Egypt controlled corporations	8,469	7,418
Joint venture partners	639	539
Other	433	115
Total trade and other receivables	9,541	8,072

The Company's most significant customer, a government controlled corporation in Egypt, accounts for \$3.6 million of the trade receivables at June 30, 2013 (December 31, 2012: \$3.4 million).

As at June 30, 2013 and December 31, 2012, the Company's trade and other receivables is aged as follows:

	June 30, 2013	December 31, 2012
Current (less than 90 days)	6,859	5,944
Past due (more than 90 days)	2,682	2,128
Total	9,541	8,072

The balances which are past due are not considered impaired.

Subsequent to June 30, 2013 the Company collected \$2.5 million of outstanding accounts receivables from the government of Egypt controlled corporations.

**Cash and cash equivalents:**

The Company limits its exposure to credit risk by only investing in liquid securities and only with highly rated counterparties. The Companies cash and cash equivalents are currently held by banks with AA or equivalent credit ratings or better. Given these credit ratings, management does not expect any counterparty to fail to meet its obligations.

**(c) 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's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

Typically the Company ensures that it has sufficient cash on demand to meet expected operational expenses, including the servicing of financial obligations; this excludes the potential impact of extreme circumstances that cannot reasonably be predicted, such as natural disasters and political unrest. To achieve this objective, the Company prepares annual capital expenditure budgets, which are regularly monitored and updated as considered necessary. Further, the Company utilizes authorizations for expenditures on projects to further manage capital expenditure and has a Board of Director approved signing authority matrix. The Company also attempts to match its payment cycle with collection of oil and natural gas revenue to the extent possible.

As at June 30, 2013, the Company's financial liabilities are due within one year

**(d) Market risk:**

Market risk is the risk that changes in market prices, such as commodity prices, foreign exchange rates and interest rates will affect the Company's income or the value of the financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return.

The Company may use both financial derivatives and physical delivery sales contracts to manage market risks. All such transactions are conducted within risk management tolerances that are reviewed by the Board of Directors.

**(e) Foreign currency risk:**

Currency risk is the risk that the fair value of future cash flows will fluctuate as a result of changes in foreign exchange rates. The reporting and functional currency of the Company is United States dollars US\$. Substantially all of the Company's operations are in foreign jurisdictions and as a result, the Company is exposed to foreign currency exchange rate risk on some of its activities primarily on exchange fluctuations between the CDN\$ and the US\$, and the US\$ and EGP. The majority of capital expenditures are incurred in US\$ and oil revenues are received in both US\$ and EGP. The Company has been so far able to utilize the EGP locally, with the remainder being exchanged from time to time into US\$, therefore reducing the Company's exposure to foreign exchange risk during the period.



# Notes to the Consolidated Financial Statements (UNAUDITED)

FOR THE THREE AND SIX MONTHS ENDED JUNE 30, 2013 AND 2012

The table below shows the Company's exposure to foreign currencies for its financial instruments:

	Total per FS <sup>(1)</sup>	US\$	EGP	EUR	CAD
<i>As at June 30, 2013</i>			<i>US\$ Equivalent</i>		
Cash and cash equivalents	2,232	1,382	683	29	138
Trade and other receivables	9,541	9,470	–	33	38
Bank indebtedness	(2,900)	(2,900)	–	–	–
Trade and other payables	(6,064)	(5,839)	–	(68)	(157)
<b>Balance sheet exposure</b>	<b>2,809</b>	<b>2,113</b>	<b>683</b>	<b>(6)</b>	<b>19</b>

<sup>(1)</sup> denotes Financial Statements

The average exchange rate during the three and six months ended June 30, 2013 was 1 US\$ equals \$1.0233CDN\$ (2012 – 1 US\$: \$1.0104 CDN\$) and 1 US\$ equals \$1.0158CDN\$ (2012 – 1 US\$: \$1.0057 CDN\$). The exchange rate at June 30, 2013 was 1 US\$ equals \$1.0160 CDN (2012 – 1 US\$: \$1.0181 CDN\$).

The average exchange rate during the three and six months ended June 30, 2013 was 1 US\$ equals \$6.9056 EGP (2012 – 1 US\$: \$6.0067 EGP) and 1 US\$ equals \$6.7739 EGP (2012 – 1 US\$: \$6.0067 EGP). The exchange rate at June 30, 2013 was 1 US\$ equals \$6.9774 EGP (2012 – 1 US\$: \$6.0359 EGP).

## (f) Other price risk:

Other price risk is the risk that the fair value or future cash flows will fluctuate as a result of changes in commodity prices. Commodity prices for oil and natural gas are impacted by not only the relationship between the United States dollar and other currencies but also world economic events that impact the perceived levels of supply and demand.

The Company may hedge some oil and natural gas sales through the use of various financial derivative forward sales contracts and physical sales contracts. The Company's production is sold on the daily average price. The Company, however, may give consideration in certain circumstances to the appropriateness of entering into long term, fixed price marketing contracts.

At June 30, 2013 the Company did not have any outstanding derivatives in place.

## (g) Capital management:

The Company defines and computes its capital as follows:

	June 30, 2013	December 31, 2012
Equity	34,220	41,250
Working capital <sup>(1)</sup>	(6,393)	(6,645)
<b>Total capital</b>	<b>27,827</b>	<b>34,605</b>

<sup>(1)</sup> Working capital is defined as current assets less current liabilities.

The Company's objective when managing its capital is to ensure it has sufficient capital to maintain its ongoing operations, pursue the acquisition of interests in producing or near to production oil and gas properties and to maintain a flexible capital structure which optimizes the cost of capital at an acceptable risk. The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support the exploration and development of its interests in its existing properties and to pursue other opportunities.

## Property, plant and equipment:

	Oil interests	Furniture and Fixtures	Total
<b>Cost:</b>			
<b>Balance at December 31, 2011</b>	<b>54,949</b>	<b>390</b>	<b>55,339</b>
Additions	7,382	–	7,382
Acquisition	1,964	–	1,964
Transfer from intangible exploration assets	3,690	–	3,690
Disposals	–	(24)	(24)
<b>Balance at December 31, 2012</b>	<b>67,985</b>	<b>366</b>	<b>68,351</b>
Additions	3,445	9	3,454
<b>Balance at June 30, 2013</b>	<b>71,430</b>	<b>375</b>	<b>71,805</b>
<b>Accumulated depletion and depreciation:</b>			
<b>Balance at December 31, 2011</b>	<b>(21,553)</b>	<b>(177)</b>	<b>(21,730)</b>
Depletion and depreciation for the year	(4,163)	(52)	(4,215)
Impairment for the year	(8,820)	–	(8,820)
<b>Balance at December 31, 2012</b>	<b>(34,536)</b>	<b>(229)</b>	<b>(34,765)</b>
Depletion and depreciation for the period	(2,861)	(18)	(2,879)
Impairment for the period	(7,158)	–	(7,158)
<b>Balance at June 30, 2013</b>	<b>(44,555)</b>	<b>(247)</b>	<b>(44,802)</b>
<b>Property, plant and equipment, net</b>	<b>26,875</b>	<b>128</b>	<b>27,003</b>

During the period ended June 30, 2013, the Company capitalized \$1.5 million of general and administrative costs related to development and production activities in Egypt (June 30, 2012 - \$0.8 million).

At June 30, 2013, future development costs totaling \$4.6 million (June 30, 2012 - \$28.6 million) have been included in costs subject to depletion.

# Notes to the Consolidated Financial Statements (UNAUDITED)

FOR THE THREE AND SIX MONTHS ENDED JUNE 30, 2013 AND 2012

## Note 6 Loans and borrowings:

On September 23, 2011 the Company entered into a credit agreement with HSBC and BNP Paribas for a 5-year senior secured credit facility (the "Facility") in the amount of USD \$50 million. The Facility is secured by a first charge on the shares, project accounts and interests of certain of the Sea Dragon group of Companies.

The facility is composed of two tranches:

- i) Tranche A borrowing base is determined as a percentage of the specified value of risked IP estimated future cash flows from certain fields (including NW Gemsa), priced at LIBOR plus 4.75%.
- ii) Tranche B borrowing base is determined as 95 percent of the value of existing receivables no more than six months past due from certain fields (including NW Gemsa and Kom Ombo), priced at LIBOR plus 3%.

As at June 30, 2013 this resulted in amounts available for borrowing of \$10.8 million under tranche A and \$4.8 million under tranche B. The Facility includes standard borrowing base ratios and other customary covenants. The borrowing base is subject to routine semi-annual re-determination based on updated forecast reserves, production and receivables. All covenant requirements were complied with during the period ended June 30, 2013.

As at June 30, 2013, \$2.9 million was drawn on the facility, all of which is classified as current:

	June 30, 2013	December 31, 2012
Tranche A	–	–
Tranche B	<b>2,900</b>	3,000
<b>Total</b>	<b>2,900</b>	3,000

As at June 30, 2013 there is \$1.2 million of deferred transaction costs. The deferred transaction costs are being amortized straight line over the term of the loan facility of five years, of which \$0.4 million is amortized within the next 12 months and \$0.8 million over the remainder of the term. For the three and six months ended June 30, 2013 there has been \$92,627 and \$185,254, respectively, of transaction costs amortized which is included in the finance expenses.

## Note 7 Share capital:

The Company is authorized to issue unlimited common shares with no-par value and unlimited preferred shares with no-par value.

	Number of Shares (000's)	Amount (\$)
<b>Balance December 31, 2012 and June 30, 2013</b>	<b>376,459</b>	<b>119,574</b>

Note 8

**Stock Options:**

The Company has an option program that entitles officers, directors, employees and certain consultants to purchase shares in the Company.

The number and weighted average exercise prices of share options are as follows:

	Number of Options (000's)	Weighted Average Exercise Price (CDNS)
<b>Outstanding January 1, 2012</b>	<b>20,010</b>	<b>0.29</b>
Forfeited during the period	(2,750)	0.25
Granted during the period	18,350	0.10
<b>Outstanding December 31, 2012</b>	<b>35,610</b>	<b>0.19</b>
Cancelled during the period	15,350	0.31
<b>Outstanding June 30, 2013</b>	<b>20,260</b>	<b>0.11</b>
<b>Exercisable June 30, 2013</b>	<b>1,337</b>	<b>0.23</b>

On June 7, 2013 there were 15,350,000 options cancelled. Upon cancellation, the unvested portion of the options was accelerated and recognized immediately.

The range of exercise prices of the outstanding options is as follows:

Exercise Price Range	OUTSTANDING OPTIONS		VESTED OPTIONS	
	Number of options	Remaining contractual life	Number of options	Remaining contractual life
\$0.01 to \$0.18	19,610,000	4.3 years	753,322	3.0 years
\$0.19 to \$0.39	550,000	2.0 years	483,333	2.0 years
\$0.40 to \$0.59	100,000	1.4 years	100,000	1.4 years
	20,260,000	4.3 years	1,336,655	2.5 years

Note 9

**Revenue:**

	THREE MONTHS ENDED JUNE 30		SIX MONTHS ENDED JUNE 30	
	2013	2012	2013	2012
Oil revenue	15,247	10,842	29,544	21,515
Royalties	(7,895)	(5,875)	(15,261)	(11,395)
<b>Oil revenue, net of royalties</b>	<b>7,352</b>	4,967	<b>14,283</b>	10,120
Gas revenue	96	-	96	-
Royalties	(40)	-	(40)	-
<b>Gas revenue, net of royalties</b>	<b>56</b>	-	<b>56</b>	-
Natural gas liquids revenue	154	-	154	-
Royalties	(64)	-	(64)	-
<b>Natural gas liquids revenue, net of royalties</b>	<b>90</b>	-	<b>90</b>	-
<b>Total net revenue</b>	<b>7,498</b>	4,967	<b>14,429</b>	10,120

The revenues are those attributable to the government take in accordance with the fiscal terms of the concessions.

# Notes to the Consolidated Financial Statements (UNAUDITED)

FOR THE THREE AND SIX MONTHS ENDED JUNE 30, 2013 AND 2012

## Note 10 Income tax:

Pursuant to the terms of the Company's concession agreements, the corporate tax liability of the joint venture partners is paid by the government controlled corporations ("Corporations") out of the profit oil attributable to the Corporations, and not by the Company. For accounting purposes the corporate taxes paid by the Corporations are included in net oil revenues and deducted as an income tax expense.

## Note 11 Loss per share:

	THREE MONTHS ENDED JUNE 30		SIX MONTHS ENDED JUNE 30	
	2013	2012	2013	2012
Net loss for the period	<b>(662)</b>	(1,377)	<b>(7,482)</b>	(2,163)
Weighted average number of shares (000's)				
Basic and diluted	<b>376,459</b>	376,459	<b>376,459</b>	376,459
Per share				
Basic and diluted	<b>\$ (0.00)</b>	\$ (0.00)	<b>\$ (0.02)</b>	\$ (0.01)

Basic income or loss per share is calculated by dividing the income or loss attributable to shareholders of the Company by the weighted average number of ordinary shares in issue during the period. Diluted per share information is calculated by adjusting the weighted average number of ordinary shares outstanding to assume conversion of all dilutive potential ordinary shares. Anti-dilutive incremental options and warrants are excluded from the weighted average number of diluted shares outstanding.

Note 12

Segmental Reporting:

Geographical segments

Management has determined the operating segments based on the reports reviewed by the executive directors that are used to make strategic decisions. The executive directors consider the business from predominantly a geographic perspective. The Company has a corporate office in Canada and operations in Egypt. Set out below is segmented information on a geographic basis.

	THREE MONTHS ENDED JUNE 30, 2013			THREE MONTHS ENDED JUNE 30, 2012		
	Canada	Egypt	Total	Canada	Egypt	Total
Segment revenue	–	7,498	7,498	–	4,967	4,967
Segment direct operating expenses	–	2,399	2,399	–	872	872
Segment exploration and evaluation expense	296	–	296	1,173	214	1,387
Segmented depletion, depreciation and amortization	8	1,414	1,422	11	965	976
Segmented foreign exchange loss	217	–	217	47	–	47
Segment stock based compensation	277	–	277	149	–	149
Segment general and administrative expenses	1,432	286	1,718	1,167	191	1,358
Segment operating income/(loss)	(2,230)	3,399	1,169	(2,547)	2,725	178
Segmented finance expense	221	–	221	286	–	286
Segmented income/(loss) before income tax	(2,451)	3,399	948	(2,833)	2,725	(108)
Current income tax expense	–	1,610	1,610	–	1,269	1,269
Comprehensive income/(loss) for the period	(2,451)	1,789	(662)	(2,833)	1,456	(1,377)

	SIX MONTHS ENDED JUNE 30, 2013			SIX MONTHS ENDED JUNE 30, 2012		
	Canada	Egypt	Total	Canada	Egypt	Total
Segment revenue	–	14,429	14,429	–	10,120	10,120
Segment operating expenses	–	4,028	4,028	–	2,137	2,137
Segment exploration and evaluation expense	623	–	623	1,790	308	2,098
Segmented depletion, depreciation and amortization	18	2,861	2,879	21	1,863	1,884
Segmented impairment	–	7,158	7,158	–	–	–
Segmented foreign exchange loss	364	–	364	84	–	84
Segment stock based compensation	452	–	452	347	–	347
Segment general and administrative expenses	2,356	485	2,841	2,258	396	2,654
Segmented income/(loss) before income tax	(3,813)	(103)	(3,916)	(4,500)	5,416	916
Segmented finance expense	448	–	448	548	–	548
Segmented income/(loss) before income tax	(4,261)	(103)	(4,364)	(5,048)	5,416	368
Current income tax expense	–	3,118	3,118	–	2,531	2,531
Net income/(loss) for the period	(4,261)	(3,221)	(7,482)	(5,048)	2,885	(2,163)

# Notes to the Consolidated Financial Statements (UNAUDITED)

FOR THE THREE AND SIX MONTHS ENDED JUNE 30, 2013 AND 2012

The segment assets and liabilities as at June 30, 2013 and December 31, 2012 are as follows:

	JUNE 30, 2013			DECEMBER 31, 2012		
	Canada	Egypt	Total	Canada	Egypt	Total
Segment assets	3,819	39,365	43,184	6,133	45,873	52,006
Segment liabilities	3,594	5,370	8,964	3,883	6,873	10,756

The segment capital expenditures for the three and nine months ended June 30, 2013 and 2012 are as follows:

	THREE MONTHS ENDED JUNE 30, 2013			THREE MONTHS ENDED JUNE 30, 2012		
	Canada	Egypt	Total	Canada	Egypt	Total
Capital additions	–	1,635	1,635	–	3,140	3,140

	SIX MONTHS ENDED JUNE 30, 2013			SIX MONTHS ENDED JUNE 30, 2012		
	Canada	Egypt	Total	Canada	Egypt	Total
Capital additions	–	3,454	3,454	–	5,095	5,095