



**Questfire Energy Corp.**

**Condensed Interim Financial Statements**  
**For the three and six months ended June 30, 2016**  
*(amounts in Canadian dollars) (unaudited)*

**Questfire Energy Corp.**  
**Condensed Interim Balance Sheets**

(amounts in Canadian dollars) (unaudited)

	Note	June 30, 2016	December 31, 2015
		\$	\$
<b>Assets</b>			
Current assets			
Accounts receivable	4(c)	4,308,226	4,900,981
Deposits and prepaid expenses		539,692	861,926
Total current assets		4,847,918	5,762,907
Non-current assets			
Property and equipment	5, 7	91,853,101	108,507,075
Exploration and evaluation assets		1,375,118	1,340,456
Deferred tax assets		336,083	-
Total assets		98,412,220	115,610,438
<b>Liabilities</b>			
Current liabilities			
Bank overdraft		304,645	172,382
Accounts payable and accrued liabilities		8,410,191	9,812,620
Risk management contracts	4(e)	2,636,821	-
Current portion of long-term contract obligation	6	368,935	344,448
Convertible Class B shares	8	5,310,867	5,086,857
Bank debt	9	42,742,380	-
Total current liabilities		59,773,839	15,416,307
Non-current liabilities			
Bank debt	9	-	41,406,473
Risk management contracts	4(e)	708,282	-
Decommissioning provisions	10	18,036,741	27,635,555
Long-term contract obligation	6	13,964,898	14,155,697
Deferred tax liabilities		-	2,745,062
Total liabilities		92,483,760	101,359,094
<b>Shareholders' Equity</b>			
Share capital	11(b)	6,945,345	6,945,345
Equity component of convertible Class B shares		(2,061,132)	(2,061,132)
Contributed surplus		1,887,117	1,565,190
Retained earnings (deficit)		(842,870)	7,801,941
Total equity attributable to equity holders of the Corporation		5,928,460	14,251,344
Total liabilities and shareholders' equity		98,412,220	115,610,438

Going concern (note 2)  
 Commitments (notes 4(e) and 15)  
 Subsequent event (note 16)

(Signed) "Richard Dahl", Director

(Signed) "Roger MacLeod", Director

See accompanying notes to the financial statements.

# Questfire Energy Corp.

## Condensed Interim Statements of Loss and Comprehensive Loss

(amounts in Canadian dollars) (unaudited)

	Note	Three months ended June 30,		Six months ended June 30,	
		2016	2015	2016	2015
		\$	\$	\$	\$
<b>Revenue</b>					
Oil and natural gas sales		6,287,350	10,602,982	13,572,239	21,457,024
Royalties		(319,356)	(915,691)	(603,797)	(1,719,135)
		5,967,994	9,687,291	12,968,442	19,737,889
Realized gain on risk management		476,353	787,365	476,353	1,217,925
Unrealized loss on risk management	4(e)	(3,345,103)	(911,878)	(3,345,103)	(1,835,132)
		3,099,244	9,562,778	10,099,692	19,120,682
<b>Expenses</b>					
Production and operating		4,267,499	5,258,954	9,114,176	10,678,076
Transportation		424,202	393,714	895,016	828,172
General and administrative		1,096,404	1,387,199	2,317,915	2,776,151
Share-based compensation		167,957	176,190	321,927	351,372
Exploration and evaluation		194,969	198,594	432,372	385,681
Depletion and depreciation	5	2,378,561	2,735,690	5,338,521	5,865,472
Corporate reorganization		100,573	-	301,604	-
		8,630,165	10,150,341	18,721,531	20,884,924
<b>Operating Loss</b>		(5,530,921)	(587,563)	(8,621,839)	(1,764,242)
Gain on sale of assets	5	129,879	-	129,879	-
Finance expense	12	(1,698,232)	(1,500,991)	(3,233,996)	(2,931,060)
<b>Loss Before Income Taxes</b>		(7,099,274)	(2,088,554)	(11,725,956)	(4,695,302)
Deferred income tax recovery		1,872,911	184,459	3,081,145	791,142
<b>Loss and Comprehensive Loss for the Period</b>		(5,226,363)	(1,904,095)	(8,644,811)	(3,904,160)
<b>Loss per Share</b>					
Basic and diluted	11(c)	(0.30)	(0.11)	(0.50)	(0.23)

See accompanying notes to the financial statements.

**Questfire Energy Corp.**  
**Condensed Interim Statements of Changes in Equity**

*(amounts in Canadian dollars) (unaudited)*

	Note	Share capital	Equity component of convertible Class B shares	Contributed surplus	Retained earnings (deficit)	Total
		\$	\$	\$	\$	\$
Balance, January 1, 2015		6,945,345	(2,061,132)	840,576	18,188,722	23,913,511
Share-based compensation		-	-	351,372	-	351,372
Loss for the period		-	-	-	(3,904,160)	(3,904,160)
Balance, June 30, 2015		6,945,345	(2,061,132)	1,191,948	14,284,562	20,360,723
Share-based compensation		-	-	373,242	-	373,242
Loss for the period		-	-	-	(6,482,621)	(6,482,621)
Balance, December 31, 2015		6,945,345	(2,061,132)	1,565,190	7,801,941	14,251,344
Share-based compensation		-	-	321,927	-	321,927
Loss for the period		-	-	-	(8,644,811)	(8,644,811)
<b>Balance, June 30, 2016</b>		<b>6,945,345</b>	<b>(2,061,132)</b>	<b>1,887,117</b>	<b>(842,870)</b>	<b>5,928,460</b>

See accompanying notes to the financial statements.

**Questfire Energy Corp.**  
**Condensed Interim Statements of Cash Flows**

(amounts in Canadian dollars) (unaudited)

	Note	Three months ended June 30,		Six months ended June 30,	
		2016	2015	2016	2015
		\$	\$	\$	\$
Cash flows related to:					
<b>Operating Activities</b>					
Loss		(5,226,363)	(1,904,095)	(8,644,811)	(3,904,160)
Add (deduct) items not involving cash:					
Unrealized loss on risk management	4(e)	3,345,103	911,878	3,345,103	1,835,132
Share-based compensation		167,957	176,190	321,927	351,372
Depletion and depreciation	5	2,378,561	2,735,690	5,338,521	5,865,472
Deferred income tax recovery		(1,872,911)	(184,459)	(3,081,145)	(791,142)
Finance expense	12	1,698,232	1,500,991	3,233,996	2,931,060
Gain on sale of assets		(129,879)	-	(129,879)	-
<b>Funds flow from operations</b>		<b>360,700</b>	<b>3,236,195</b>	<b>383,712</b>	<b>6,287,734</b>
Decommissioning costs incurred	10	(147,569)	(243,284)	(684,169)	(838,018)
Change in non-cash working capital	13	(1,262,515)	(318,758)	(177,256)	602,624
<b>Cash from (used in) operating activities</b>		<b>(1,049,384)</b>	<b>2,674,153</b>	<b>(477,713)</b>	<b>6,052,340</b>
<b>Investing Activities</b>					
Exploration and evaluation expenditures		-	-	(34,662)	-
Property and equipment expenditures	5	(177,535)	(914,066)	(281,734)	(2,562,634)
Disposal of property and equipment	5	1,950,000	-	1,950,000	-
Purchase of risk management contracts	4(e)	-	(255,368)	-	(507,931)
Change in non-cash working capital	13	(418,523)	(541,614)	(287,205)	(3,969,807)
<b>Cash from (used in) investing activities</b>		<b>1,353,942</b>	<b>(1,711,048)</b>	<b>1,346,399</b>	<b>(7,040,372)</b>
<b>Financing Activities</b>					
Net bank debt draws (repayments)		902,965	(184,481)	1,335,907	1,589,595
Long-term contract obligation repayments	6	(84,584)	(73,728)	(166,312)	(144,968)
Interest and financing costs paid	12	(1,147,912)	(960,550)	(2,147,565)	(1,853,281)
Change in non-cash working capital	13	(24,379)	(10,685)	(22,979)	(20,457)
<b>Cash used in financing activities</b>		<b>(353,910)</b>	<b>(1,229,444)</b>	<b>(1,000,949)</b>	<b>(429,111)</b>
<b>Decrease in cash and cash equivalents</b>		<b>(49,352)</b>	<b>(266,339)</b>	<b>(132,263)</b>	<b>(1,417,143)</b>
Cash and cash equivalents (bank overdraft), beginning of period		(255,293)	42,403	(172,382)	1,193,207
<b>Bank overdraft, end of period</b>		<b>(304,645)</b>	<b>(223,936)</b>	<b>(304,645)</b>	<b>(223,936)</b>

See accompanying notes to the financial statements.

# Questfire Energy Corp.

## Notes to the Condensed Interim Financial Statements

As at and for the three and six months ended June 30, 2016 and 2015  
(amounts in Canadian dollars) (unaudited)

---

### 1. General business description

Questfire Energy Corp. (“Questfire” or the “Corporation”) is engaged in the exploration for, and development and production of, oil and natural gas in Alberta. The Corporation’s Class A shares and Class B shares are listed on the TSX Venture Exchange (TSXV). The address and principal place of business of the Corporation is 1100, 350 – 7<sup>th</sup> Avenue S.W., Calgary, Alberta, T2P 3N9.

The condensed interim financial statements were approved and authorized for issuance by the Corporation’s Board of Directors on August 16, 2016.

### 2. Basis of preparation

#### *Statement of compliance*

These condensed interim financial statements were prepared in accordance with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB), interpretations of the International Financial Reporting Interpretations Committee (IFRIC), and Canadian generally accepted accounting principles (GAAP) as applicable to interim financial statements, including International Accounting Standard (IAS) 34, *Interim Financial Reporting*, and should be read in conjunction with the annual financial statements for the year ended December 31, 2015, which were prepared in accordance with IFRS. The disclosure provided herein is incremental to that included with the annual financial statements. Certain information and disclosure included in the notes to the annual financial statements is condensed in or omitted from the interim financial statements.

#### *Basis of measurement*

These condensed interim financial statements were prepared on a historical cost basis, except for certain financial instruments and share-based compensation transactions, which were measured at fair value.

The Corporation conducts many of its oil and natural gas production activities through jointly controlled operations and the condensed interim financial statements reflect only the Corporation’s proportionate interest in such revenues, expenses, assets and liabilities. Joint control for contractual arrangements governing the Corporation’s assets is indicated where the Corporation has less than 100 percent working interest, and the partners control the arrangement collectively.

#### *Going concern*

These condensed interim financial statements were prepared on a going-concern basis, which assumes that the Corporation will continue its operations for the foreseeable future and will be able to realize its assets and discharge its liabilities and commitments in the normal course of business.

There is uncertainty as to the Corporation’s ability to continue as a going concern due to:

- Uncertainty as to the determination of the borrowing base that will be provided by the lenders in late August 2016;
- As at June 30, 2016, the Corporation had a working capital deficit of \$47.0 million when excluding the risk management contracts (note 4(e)) and the convertible Class B shares, which will be converted into Class A shares during 2016 (note 8) and does not involve cash;
- As at June 30, 2016, the Corporation violated the covenant in its credit facilities concerning its ratio of debt to earnings before interest, taxes, depreciation and amortization (EBITDA), resulting in an event of default under the credit facility and all outstanding amounts becoming payable on demand;
- Forecast funds flow from operations, when combined with cash finance expense and anticipated decommissioning costs and property and equipment expenditures, are positive for the remainder of 2016 when using commodity strip pricing forecasts. The direction and magnitude of commodity price movements through the remainder of 2016 remain uncertain, however; and

# Questfire Energy Corp.

## Notes to the Condensed Interim Financial Statements

As at and for the three and six months ended June 30, 2016 and 2015  
(amounts in Canadian dollars) (unaudited)

---

- Furthermore, it is uncertain that the syndicate providing the Corporation's credit facility will maintain the amount available under the credit facility upon renewal in late August 2016.

The above matters cause material uncertainty casting significant doubt on the Corporation's ability to continue as a going concern. The Corporation and its Board of Directors are continuing the process of seeking strategic alternatives for the Corporation. During the second quarter, the Corporation raised cash proceeds of \$1.95 million in disposing non-core assets (note 5), which was used to reduce bank debt.

These condensed interim financial statements do not reflect any adjustments to the carrying amounts of the Corporation's assets, liabilities, revenues, expenses or balance sheet classifications that would be necessary if the going-concern assumption is not appropriate. The Corporation may, therefore, be required to realize its assets and discharge its liabilities in other than the normal course of business at amounts different from those reflected in these condensed interim financial statements.

### *Use of estimates and judgments*

The preparation of financial statements in conformity with IFRS requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the condensed interim financial statements and the reported amounts of revenue and expenses during the period. These estimates are reviewed periodically and, as adjustments become necessary, are reported in the period in which they become known. By their nature, these estimates and related future cash flows are subject to measurement uncertainty, and the impact on future financial statements could be material.

In preparing these condensed interim financial statements, the significant estimates and judgments made by management in applying the Corporation's accounting policies and the key sources of estimation uncertainty were the same as those applicable to the financial statements for the year ended December 31, 2015, with the exception of changes in estimates that are required in determining the provision for income taxes. Income taxes in the interim periods are accrued using the income tax rate that would be applicable to the expected total annual profit or loss.

### **3. Significant accounting policies**

The accounting policies followed in these condensed interim financial statements are consistent with those for the year ended December 31, 2015. There were no new or amended accounting standards or interpretations adopted during the three and six months ended June 30, 2016 that had a material effect on the Corporation's financial statements.

### **4. Financial instruments and risk management**

#### **a) Risk management overview**

The Corporation's activities expose it to a variety of financial risks including credit risk, liquidity risk and market risk. This note presents information about the Corporation's exposure to each of these risks, its objectives, policies and processes for measuring and managing risk, and its management of capital. Further quantitative disclosure is included throughout this document. Questfire employs risk management strategies and policies to ensure its risk exposure is consistent with its business objectives and risk tolerance. While the Board of Directors has overall responsibility for Questfire's risk management framework, Questfire's management monitors the risks and administers the risk management measures.

#### **b) Fair value of financial instruments**

The fair value of convertible Class B shares at June 30, 2016, based on a discounted cash flow model assuming an 8.65 percent effective interest rate, is approximately \$5.3 million (December 31, 2015 – \$5.1 million).

The fair value of the long-term contract obligation at June 30, 2016, based on a discounted cash flow model assuming a 13.41 percent effective interest rate, is approximately \$14.3 million (December 31, 2015 – \$14.5 million).

# Questfire Energy Corp.

## Notes to the Condensed Interim Financial Statements

As at and for the three and six months ended June 30, 2016 and 2015  
(amounts in Canadian dollars) (unaudited)

### c) Credit risk

The Corporation considers all accounts receivable greater than 90 days to be past due. At June 30, 2016, \$568,969 is past due (December 31, 2015 – \$528,559). The Corporation considers this amount fully collectible. As at June 30, 2016, \$354,244 of the past due balance relates to claims with the Orphan Well Association. During the six months ended June 30, 2016, the Corporation recognized bad debt expense of \$Nil (six months ended June 30, 2015 – \$125,000) related to past due accounts receivable.

### d) Liquidity risk

The Corporation expects to repay its financial liabilities in the normal course of operations and to fund future operational, capital and other obligations through future operating cash flow, as well as future equity and debt financings. Subsequent to any redetermination on August 31, 2016 the next borrowing base re-determination on the Corporation's credit facility (note 9) is to occur before November 30, 2016. Assuming current economic conditions persist, management anticipates the borrowing base could be reduced and, if so, the Corporation will experience liquidity risk. Possible risk mitigation options are to sell assets or issue equity. During the quarter ended June 30, 2016, the Corporation disposed of non-core assets for approximately \$1.95 million (note 5) in cash, which was used to reduce bank debt.

The timing of undiscounted cash flows relating to the financial liabilities outstanding at June 30, 2016 is outlined below:

	1 year	2 years	3 years	>3 years	Total
	\$	\$	\$	\$	\$
Bank overdraft	304,645	-	-	-	304,645
Accounts payable and accrued liabilities	8,410,191	-	-	-	8,410,191
Risk management contracts	2,636,821	708,282	-	-	3,345,103
Bank debt <sup>(1)</sup>	42,742,380	-	-	-	42,742,380
Long-term contract obligation <sup>(2)</sup>	2,326,300	15,397,692	-	-	17,723,992

<sup>(1)</sup> Excludes future interest payable on amounts drawn on the bank credit facility.

<sup>(2)</sup> Includes the payments required if the long-term contract obligation is repaid within 48 months of inception.

The Corporation strives to ensure it will have sufficient access to funds to meet short-term obligations by actively monitoring its credit facilities, and coordinating payment cycles with revenue cycles.

The Corporation is also subject to commitments as disclosed in note 15.

### e) Market risk

Market risks are as follows:

#### Foreign currency risk

At June 30, 2016 and December 31, 2015, the Corporation had no forward exchange rate contracts nor any working capital denominated in foreign currencies.

#### Interest rate risk

For the six months ended June 30, 2016, a 1 percent increase in interest rates would decrease income by approximately \$156,000 (six months ended June 30, 2015 – approximately \$152,200). The Corporation had no interest rate swaps or contracts as at or during the six months ended June 30, 2016 or 2015.



# Questfire Energy Corp.

## Notes to the Condensed Interim Financial Statements

As at and for the three and six months ended June 30, 2016 and 2015  
(amounts in Canadian dollars) (unaudited)

### Commodity price risk

At June 30, 2016, the Corporation's forward commodity contracts consisted of a mix of natural gas swaps and oil costless collars.

#### (i) Summary of risk management positions

At June 30, 2016, Questfire had the following natural gas risk management contracts with a total mark-to-market liability of \$3,345,103:

Period	Commodity	Type of contract	Notional quantity	Pricing point	Contract price
May 1/16 - Dec. 31/17	Natural Gas	Swap	5,000 GJ/d	AECO 7A	Cdn\$2.010/GJ
May 1/16 - Mar. 31/17	Natural Gas	Swap	2,500 GJ/d	AECO 7A	Cdn\$1.910/GJ
May 1/16 - Mar. 31/17	Natural Gas	Swap	2,500 GJ/d	AECO 7A	Cdn\$1.875/GJ
July 1/16 - Dec. 31/16	Natural Gas	Swap	2,500 GJ/d	AECO 7A	Cdn\$2.020/GJ
May 1/16 - Oct. 31/16	Oil	Costless collar	100 bbls/d	WTI Nymex	Cdn\$55.00/bbl-Cdn\$60.70/bbl

Reconciliation of changes of fair value of Questfire's risk management contracts:

Six months ended	June 30, 2016
	\$
Fair value of contracts, beginning of period	-
Change in fair value of contracts	(3,345,103)
<b>Fair value of contracts, end of period</b>	<b>(3,345,103)</b>

#### (ii) Commodity price sensitivities – risk management positions

The following summarizes the sensitivity of the fair value of Questfire's risk management contracts to fluctuations in commodity prices, with all other variables held constant. Management believes the price fluctuations identified below are a reasonable measure of volatility. The impact of fluctuating commodity prices on the Corporation's risk management contracts at June 30, 2016 could have resulted in unrealized gains or losses affecting profit or loss for the six months ended June 30, 2016 as follows:

Commodity	Sensitivity range	Increase	Decrease
		\$	\$
Natural gas commodity price	± \$0.10 per Mcf – AECO 7A contracts	(307,839)	307,840
Oil commodity price	± \$1.00 per bbl – WTI Canadian contract	(7,365)	7,134

#### f) Capital management

There were no changes to the Corporation's approach to capital management during the six months ended June 30, 2016.

# Questfire Energy Corp.

## Notes to the Condensed Interim Financial Statements

As at and for the three and six months ended June 30, 2016 and 2015  
(amounts in Canadian dollars) (unaudited)

### 5. Property and equipment (P&E)

	Oil and natural gas interests	Corporate and other	Total
	\$	\$	\$
<b>Cost</b>			
Balance, December 31, 2015	145,893,243	252,670	146,145,913
Additions	281,734	-	281,734
Disposals	(3,038,428)	-	(3,038,428)
Decommissioning provision	(9,691,898)	-	(9,691,898)
<b>Balance, June 30, 2016</b>	<b>133,444,651</b>	<b>252,670</b>	<b>133,697,321</b>
<b>Accumulated depletion and depreciation</b>			
Balance, December 31, 2015	37,514,441	124,397	37,638,838
Depletion and depreciation	5,322,870	15,651	5,338,521
Disposals	(1,133,139)	-	(1,133,139)
<b>Balance, June 30, 2016</b>	<b>41,704,172</b>	<b>140,048</b>	<b>41,844,220</b>
Balance, December 31, 2015	108,378,802	128,273	108,507,075
<b>Balance, June 30, 2016</b>	<b>91,740,479</b>	<b>112,622</b>	<b>91,853,101</b>

To date, the Corporation has not capitalized any interest nor general and administrative expenses to P&E.

During the three months ended June 30, 2016, the Corporation disposed of non-core assets in Wildmere part of the East Central cash-generating unit (CGU), and in the Brazeau River CGU, for proceeds of \$1,950,000, resulting in a net gain on sale of assets of \$129,879.

### 6. Long-term contract obligation

On March 26, 2014, the Corporation entered into a facilities joint venture agreement with a third party (the "Partner"), transferring beneficial ownership of Questfire's natural gas processing facilities at Lookout Butte and Medicine Hat, in return for \$15.0 million in cash, which was used to repurchase convertible debentures. Questfire operates the facilities and continues to process its Lookout Butte and Medicine Hat natural gas production through the facilities. The Corporation will pay an annual facility fee of \$2,326,300 for 17.5 years, after which beneficial ownership will revert to Questfire.

Questfire has the option to terminate the joint venture agreement on payment of an amount which will provide the Partner with a compound annual yield on its investment of 13.25 percent to the later of 48 months or the date the option is exercised. Upon the payment of aggregate facility fees to the Partner of a minimum of \$19.5 million, the Partner has the option to sell back to Questfire its beneficial interest in the facilities for the sum equal to the total remaining scheduled facility payments, discounted at 17.5 percent to the time of exercise. The long-term contract obligation is secured by Questfire's Lookout Butte and Medicine Hat natural gas processing facilities. Questfire has also indemnified the Partner for all costs and expenses that may arise out of operating the facilities.

This transaction effectively left substantially all of the economic risks and rewards of ownership with Questfire, whereby Questfire recorded the facility as P&E on its balance sheet and accounted for the \$15.0 million proceeds as a long-term contract obligation and the annual facility fee payments as blended repayments of principal and interest expense.

# Questfire Energy Corp.

## Notes to the Condensed Interim Financial Statements

As at and for the three and six months ended June 30, 2016 and 2015  
(amounts in Canadian dollars) (unaudited)

Any amounts owing by the Corporation for facility fees are subject to interest at prime plus 9% per annum. The Partner has the ability to obtain payment of amounts owing through the sale of natural gas processed through the Lookout Butte and Medicine Hat facilities.

The following reconciles the long-term contract obligation:

<b>Six months ended</b>	<b>June 30, 2016</b>
	\$
Balance, beginning of period	14,500,145
Principal repayments	(166,312)
<b>Balance, end of period</b>	<b>14,333,833</b>

At June 30, 2016, \$368,935 (December 31, 2015 – \$344,448) of the balance is classified as a current liability.

### 7. Impairment

At June 30, 2016, no P&E CGUs and exploration and evaluation assets (E&E) were considered to be impaired and no impairment was recorded during the three and six months ended June 30, 2016 or 2015.

There were no impairment reversals for either P&E or E&E during the three and six months ended June 30, 2016 or 2015.

### 8. Convertible Class B shares

Class B shares are convertible (at Questfire's option) into Class A shares any time before November 30, 2016. The number of Class A shares to be issued upon conversion of one Class B share is calculated by dividing \$10 by the greater of \$1 and the 30-day weighted-average market price of the Class A shares. If conversion has not occurred by the close of business on November 30, 2016, the Class B shares become convertible (at the shareholder's option) into Class A shares on the same basis. Effective at the close of business on December 31, 2016, all remaining Class B shares will be automatically converted into Class A shares. The Class B shares are listed and posted for trading on the TSXV under the symbol "Q.B".

### 9. Bank debt

The Corporation has a \$35.0 million extendible revolving term credit facility with a syndicate of Canadian banks (the "Syndicate") and a \$10.0 million operating facility with one member of the Syndicate (together the "Credit Facility"), for a total available amount of \$45.0 million. The Credit Facility provides that advances may be made by way of direct advances, bankers' acceptances or standby letters of credit, with advances secured by a \$150 million first charge demand debenture on the Corporation's oil and natural gas interests.

The Credit Facility bears interest at a floating rate based on the applicable Canadian prime rate, plus between 3.0 percent and 7.0 percent depending on the Corporation's ratio of senior debt, which excludes amounts under the long-term contract, to earnings before interest, taxes, depreciation and amortization (EBITDA) as defined by the agreement, effectively adjusting earnings for all other non-cash items. The Credit Facility constitutes a revolving facility for a 364-day term which is extendible annually for a further 364-day revolving period, subject to a one-year term-out period should the lender not agree to an annual extension. The current maturity date, should the loan not be extended, is May 30, 2017.

The Corporation is subject to certain reporting and financial covenants under its Credit Facility. The financial covenants require the Corporation to maintain, at the end of each quarter, a maximum consolidated net debt of \$47.5 million, which for purposes of the covenant is calculated as long-term bank debt and working capital, excluding convertible Class B shares, and risk management contracts. The covenants also require the Corporation to maintain at the end of each quarter a debt to EBITDA ratio, as defined by the agreement, of less than 5.0:1 at June 30, 2016; 4.5:1 at September 30, 2016; 3.5:1 at December 31, 2016; and 3.0:1 thereafter. Debt, for purposes of this calculation, includes bank debt and the long-term contract obligation. The calculated figures for June 30, 2016 are \$47.2 million and 8.10:1, respectively. The debt to

# Questfire Energy Corp.

## Notes to the Condensed Interim Financial Statements

As at and for the three and six months ended June 30, 2016 and 2015  
(amounts in Canadian dollars) (unaudited)

EBIDTA ratio is in excess of the 5.00:1 ratio required at June 30, 2016 and results in the bank debt being due on demand by the lenders.

Under the terms of an amendment to the credit facility, the Corporation has agreed, with the consent of the Partner, to not pay the principal portion of payments due under the long-term contract obligation (note 6) for the months of July and August 2016, approximating \$58,000 in aggregate.

At June 30, 2016, \$42.7 million of the Credit Facility was drawn (December 31, 2015 – \$41.4 million). For the six months ended June 30, 2016, the average effective interest rate was 5.0 percent (year ended December 31, 2015 – 4.1 percent).

At June 30, 2016, the Corporation had letters of credit of \$200,000, reducing the borrowing capacity under the Credit Facility.

### 10. Decommissioning provisions

The Corporation's decommissioning provisions result from its ownership interest in oil and natural gas assets, including well sites, facilities and gathering systems. The total decommissioning provision is estimated based on the Corporation's net ownership interest, estimated costs to reclaim and abandon its wells, facilities and gathering systems and the estimated timing of the costs to be incurred in future years. The estimated cash flows required to settle the provisions, excluding salvage, are approximately \$76.7 million at June 30, 2016 (December 31, 2015 – \$76.9 million). This was inflated using a weighted-average rate of 2.0 percent (December 31, 2015 – 2.0 percent) to arrive at undiscounted future cash flows of approximately \$141.1 million (December 31, 2015 – \$142.4 million) and then discounted using a weighted-average credit-adjusted risk-free rate of 9.68 percent at June 30, 2016 (December 31, 2015 – 6.69 percent) to arrive at the present value of the decommissioning provision as disclosed below. The weighted-average credit-adjusted risk-free rate is based on a combination of Government of Canada benchmark bond rates and an adjustment for Questfire's estimated credit risk. These obligations are to be settled based on the estimated economic lives of the underlying assets, which currently extend up to 50 years, and will be funded from general corporate resources at the time of abandonment.

The following reconciles the decommissioning provisions:

Six months ended	June 30, 2016
	\$
Balance, beginning of period	27,635,555
Disposals (note 5)	(85,168)
Costs incurred	(684,169)
Accretion (note 12)	862,421
Change in estimated future cash flows	(1,387,867)
Change in discount rate	(8,304,031)
<b>Balance, end of period</b>	<b>18,036,741</b>

### Sensitivities

Changes to the discount rate or the inflation rate would have had the following impact on the decommissioning provisions:

As at	June 30, 2016	
	Credit-adjusted risk-free discount rate	Inflation rate
	\$	\$
1 percent increase	(1,832,990)	2,429,282
1 percent decrease	2,264,349	(1,971,745)

# Questfire Energy Corp.

## Notes to the Condensed Interim Financial Statements

As at and for the three and six months ended June 30, 2016 and 2015  
(amounts in Canadian dollars) (unaudited)

### 11. Share capital

- a) **Authorized** – Unlimited number of Class A and Class B common shares with no par value.  
b) **Issued** – Class A shares

	Shares	Amount
	#	\$
<b>Balance, June 30, 2016 and December 31, 2015</b>	<b>17,318,001</b>	<b>6,945,345</b>

### c) Loss per share

The following sets forth the computation of per share amounts:

	Three months ended		Six months ended	
	June 30,		June 30,	
	2016	2015	2016	2015
	\$	\$	\$	\$
<b>Numerator</b>				
Loss attributable to Class A shares	<b>(5,226,363)</b>	(1,904,095)	<b>(8,644,811)</b>	(3,904,160)
<b>Numerator for diluted per share amounts</b>	<b>(5,226,363)</b>	(1,904,095)	<b>(8,644,811)</b>	(3,904,160)
<b>Denominator</b>				
Weighted-average number of shares outstanding for basic per share calculation	<b>17,318,001</b>	17,318,001	<b>17,318,001</b>	17,318,001
<b>Denominator for diluted per share amounts</b>	<b>17,318,001</b>	17,318,001	<b>17,318,001</b>	17,318,001
	\$	\$	\$	\$
Basic and diluted loss per share attributable to Class A shares	<b>(0.30)</b>	(0.11)	<b>(0.50)</b>	(0.23)

For the three and six-month periods ended June 30, 2016, the Corporation excluded the following instruments from the calculation of diluted loss per share as they would be anti-dilutive:

- i. Stock options – 3,133,500 (three and six months ended June 30, 2015 – 3,291,000), with a weighted-average exercise price of \$0.69 (three and six months ended June 30, 2015 – \$0.99).
- ii. Class B shares – 550,440 (three and six months ended June 30, 2015 – 550,440).

### d) Share-based compensation

During the three and six months ended June 30, 2016, the Corporation granted Nil options (three and six months ended June 30, 2015 – 600,000 and 675,000 options, respectively) to acquire Class A shares. The options vest one-third on each of the first, second and third anniversaries of grant and expire ten years from grant. The initial fair value of the options granted during the three and six months ended June 30, 2016 was estimated at \$Nil (three and six months ended June 30, 2015 – \$434,656 and \$518,859, respectively), using the Black-Scholes option pricing model.

# Questfire Energy Corp.

## Notes to the Condensed Interim Financial Statements

As at and for the three and six months ended June 30, 2016 and 2015  
(amounts in Canadian dollars) (unaudited)

The following provides information with respect to stock option transactions:

Six months ended	June 30, 2016	
	Options	Weighted-average exercise price
	#	\$
Outstanding, beginning of period	3,566,000	0.82
Cancelled	(300,000)	2.05
Forfeited	(132,500)	0.99
<b>Outstanding, end of period</b>	<b>3,133,500</b>	<b>0.69</b>

The following provides information about stock options outstanding at June 30, 2016:

Range of exercise prices (\$)	Number outstanding	Weighted-average remaining contractual life (years)	Options outstanding – weighted-average exercise price (\$)	Number exercisable	Options exercisable – weighted-average exercise price (\$)
0.20 - 0.65	1,311,000	5.37	0.22	1,296,000	0.21
0.95 - 1.00	1,567,500	8.08	0.99	765,278	0.99
1.30	255,000	8.79	1.30	85,000	1.30
	<b>3,133,500</b>	<b>7.00</b>	<b>0.69</b>	<b>2,146,278</b>	<b>0.53</b>

## 12. Finance expense

	Three months ended		Six months ended	
	June 30,		June 30,	
	2016	2015	2016	2015
	\$	\$	\$	\$
Finance expense				
Interest on bank debt (note 9)	571,109	397,868	1,071,098	780,422
Interest on long-term contract obligation (note 6)	496,803	507,682	996,467	1,017,859
Financing costs	80,000	55,000	80,000	55,000
Cash finance expense	1,147,912	960,550	2,147,565	1,853,281
Accretion on decommissioning provisions (note 10)	437,108	436,578	862,421	872,268
Accretion on convertible Class B share liability (note 8)	113,212	103,863	224,010	205,511
Non-cash finance expense	550,320	540,441	1,086,431	1,077,779
<b>Total finance expense</b>	<b>1,698,232</b>	<b>1,500,991</b>	<b>3,233,996</b>	<b>2,931,060</b>

# Questfire Energy Corp.

## Notes to the Condensed Interim Financial Statements

As at and for the three and six months ended June 30, 2016 and 2015  
(amounts in Canadian dollars) (unaudited)

### 13. Supplemental cash flow information

Changes in non-cash working capital are comprised of:

	Three months ended		Six months ended	
	2016	June 30, 2015	2016	June 30, 2015
	\$	\$	\$	\$
Cash flows related to:				
Accounts receivable	(416,829)	1,530,846	592,755	2,691,690
Deposits and prepaid expenses	229,317	208,011	322,234	(230,813)
Accounts payable and accrued liabilities	(1,517,905)	(2,609,914)	(1,402,429)	(5,848,517)
Changes in non-cash working capital	(1,705,417)	(871,057)	(487,440)	(3,387,640)
Relating to:				
Operating activities	(1,262,515)	(318,758)	(177,256)	602,624
Investing activities	(418,523)	(541,614)	(287,205)	(3,969,807)
Financing activities	(24,379)	(10,685)	(22,979)	(20,457)
	(1,705,417)	(871,057)	(487,440)	(3,387,640)

### 14. Related-party transactions

A director of Questfire was a partner of a law firm that provides legal services to Questfire. The director retired from the law firm on December 31, 2015, but remains a director of Questfire. Legal fees of \$53,887 and \$63,887 were incurred by Questfire to the law firm in the respective three and six months ended June 30, 2016 (three and six months ended June 30, 2015 – \$4,278 and \$29,990, respectively), of which \$21,565 and \$31,565, respectively (three and six months ended June 30, 2015 – \$4,278 and \$29,990, respectively), was related to general and administrative expenses, \$1,180 for both periods (three and six months ended June 30, 2015 – \$Nil for both periods), was related to finance expense and \$31,142 for both periods (three and six months ended June 30, 2015 – \$Nil for both periods), was related to corporate reorganization. At June 30, 2016, \$63,092 (December 31, 2015 – \$12,988) of these amounts was included in accounts payable and accrued liabilities and was due under normal credit terms.

### 15. Commitments

As part of its normal operations, Questfire has committed to paying certain amounts over the next five years and thereafter as follows:

	2016	2017	2018	2019	2020	Thereafter
	\$	\$	\$	\$	\$	\$
Office lease	383,543	767,087	767,087	447,467	-	-

Questfire's commitments related to its long-term contract obligation are disclosed in note 4(d), and to its risk management program are disclosed in note 4(e).

### 16. Subsequent Event

On August 15, 2016, Questfire and the Syndicate agreed to defer the semi-annual borrowing base redetermination under Questfire's credit facilities from August 15, 2016 to August 31, 2016.