CANADA ENERGY PARTNERS INC.

MANAGEMENT'S DISCUSSION AND ANALYSIS
FOR THE YEAR ENDED APRIL 30, 2016

This Management's Discussion and Analysis ("MD&A"), prepared as of August 19, 2016, should be read in conjunction with the audited consolidated financial statements of Canada Energy Partners Inc. (the "Company") for the years ended April 30, 2016 and 2015, and related notes thereto, which have been prepared in accordance with International Financial Reporting Standards ("IFRS"). This MD&A contains "forward-looking statements" that are subject to risk factors set out in a cautionary note contained herein. All figures are stated in Canadian dollars unless otherwise indicated.

Additional information related to the Company can be found on SEDAR at www.sedar.com and on the Company's website at www.canadaenergypartners.com.

COMPANY OVERVIEW

Canada Energy Partners Inc. is an independent natural gas exploration and development company focused primarily on unconventional resource opportunities in northeast British Columbia. The Company was formed on May 18, 2006, and became a publicly listed entity under symbol "CE" on the TSX Venture Exchange on November 22, 2006. The Company was formed for the purpose of exploring for, acquiring and developing coalbed methane ("CBM") reserves in the Peace River area of northeast British Columbia. The Company does not generate sufficient cash flow from operations to adequately fund its future activities and historically has relied upon issuance of securities to fund its exploration, development and administrative expenditures. The Company will require additional capital to fund its future acquisition, exploration and research activities, as well as administrative requirements, and there is material uncertainty about whether the Company will be able to obtain the required additional capital. These conditions raise significant doubt regarding the Company's ability to continue as a going concern.

The following table summarizes the gross acreage of the Company's drilling licenses and leases in northeast British Columbia:

	Shallow (above the base Nikanassin) (acres)	
	Gross	**Net**
Peace River	9,799	9,799
Moberly	2,609	1,957
Total	**12,408**	**11,756**
In Sections (640 acres per section)	**22.5**	**18.4**

During the year ended April 30, 2016 and up to the date of this report, there were no exploration or development activities on the Company's lands.

OUTLOOK

The Company has announced a new strategic initiative whereby it will attempt to market its internally developed cavitation tool technology to other companies. The Company has filed for patent coverage of its technology.

The Company has been researching and designing a cavitation tool that can excavate cavities in subsurface coal seams for the dual purpose of producing commercial quantities of coal, via a wellbore, while also stimulating the production of natural gas from coal seams. This technology has not been tested in the field, but is predicated on component parts that are routinely used in the industry.

The Company believes this technology can also be applied to the extraction of other precious minerals such as coal, diamonds, potash, phosphate, uranium, and soda ash, via either vertical or horizontal wellbores, and has the inherent advantage of being able to access minerals that due to size and/or depth are beyond the economic reach of conventional mining techniques. In addition, the Company believes its technology can stimulate the production of coalbed methane and heavy oil in certain scenarios and can possibly be used to enhance water well production. The technology has the potential to assist in the development of geothermal energy. Due to the flexible application of this technology to other

resources with stronger pricing than natural gas, the Company intends to pursue business opportunities with companies that own proven mineral deposits.

The Company has decided to abandon all of its land positions in Northeast British Columbia except for the section around its water disposal well. The Company's decision is predicated on prolonged and low natural gas prices and the expectation that these conditions may continue for the short to medium term.

The Company expects to recover a portion of its cash deposit with the BC Oil & Gas Commission after the completion of its plug and abandonment program on the Peace River CBM Project.

The Company will continue to attempt to monetize its water disposal assets, although current market conditions have adversely affected these efforts.

Reserves

The Company's decision to abandon the Peace River CBM Project has resulted in the write-down of 100% of its reserves and resources.

SELECTED SUMMARY FINANCIAL INFORMATION

The following table provides a brief summary of the Company's financial operations for the years ended April 30, 2016, 2015 and 2014. The information is derived from the Company's consolidated financial statements, which have been prepared in accordance with IFRS. For more detailed information, refer to the related financial statements.

	April 30, 2016	April 30, 2015	April 30, 2014
	$	$	$
Total assets	**4,056,176**	19,250,558	43,207,054
Oil and gas interests	**1,546,350**	17,005,603	27,105,072
Total current liabilities	**(1,508,703)**	(88,264)	(1,245,165)
Total long-term liabilities [1]	**(230,068)**	(2,156,707)	(1,761,462)
Net loss and comprehensive loss	**(14,700,232)**	(11,344,445)	(28,248,223)
Basic and diluted loss per share	**(0.16)**	(0.13)	(0.32)
Cash dividends	-	-	-

[1] Current and long-term liabilities include a decommissioning liability.

SUMMARY OF FINANCIAL RESULTS

Year ended April 30, 2016 compared to the year ended April 30, 2015

During the year ended April 30, 2016, the Company incurred a loss of $14,700,232 (April 30, 2015: $11,344,445). Significant expenses were incurred in the following categories:

- Impairment of oil and gas interests of $12,216,791 (April 30, 2015: $10,609,590) was recorded during the year ended April 30, 2016 to reflect the change in recoverable value of the Company's oil and gas interest.
- Of the administrative and management fees of $358,801 (April 30, 2015: $403,724), $114,000 (April 30, 2015: $132,000) related to the operation of the Company's Vancouver head office and $244,801 (April 30, 2015: $271,724) related to the Baton Rouge operational office. The reduction in administrative and management fees are a result of lower costs associated with the operation of the Company's Vancouver head office. See additional discussion in *Related Party Disclosure*.
- Share-based compensation of $12,050 (April 30, 2015: $58,203) was incurred during the year ended April 30, 2016. The reduction in these expenses were the result of graded vesting of previously granted stock options which caused higher expenses being recognized in the previous year.

- General exploration of $108,821 (April 30, 2015: $5,185) was higher during the year ended April 30, 2016 as it includes $71,010 (2015: $132,457) of lease payments made to land owners. These payments were capitalized to oil and gas interest during the previous year ended April 30, 2015.

Three months ended April 30, 2016 compared to the three months ended April 30, 2015

During the three months ended April 30, 2016, the Company incurred a loss of $14,333,527 (April 30, 2015: $10,808,818). Significant expenses were incurred in the following categories:

- Impairment of oil and gas interests of $12,216,791 (April 30, 2015: $10,617,252) was recorded during the three months period ended April 30, 2016 to reflect the change in recoverable value of the Company's oil and gas interest.
- Of the administrative and management fees of $67,684 (April 30, 2015: $107,768), $15,000 (April 30, 2015: $33,000) related to the operation of the Company's Vancouver head office and $52,684 (April 30, 2015: $74,768) related to the Baton Rouge operational office. The reduction in administrative and management fees are a result of lower costs associated with the operation of the Company's Vancouver head office. See additional discussion in *Related Party Disclosure*.
- Share-based compensation of $1,469 (April 30, 2015: $9,564) was incurred during the three months ended April 30, 2016. The reduction in these expenses were the result of graded vesting of previously granted stock options which caused higher expenses being recongnized in the previous quarter.
- General exploration of $9,072 (April 30, 2015: $Nil) was higher during the three month period ended April 30, 2016 compared to the same period in 2015as it includes lease payments made to land owners.

SUMMARY OF SELECTED QUARTERLY RESULTS

The following is a summary of the Company's selected financial results for the eight most recently completed quarters. The information is derived from the Company's consolidated financial statements, which have been prepared in accordance with IFRS.

	Fiscal 2016				**Fiscal 2015**			
	Q4 $	Q3 $	Q2 $	Q1 $	Q4 $	Q3 $	Q2 $	Q1 $
Total assets	**4, 056,176**	19,358,714	19,089,301	19,250,558	19,250,588	30,177,566	29,827,705	42,235,981
Net loss	**(14,333,527)**	(14,998)	(192,045)	(159,662)	(10,808,818)	(175,062)	(163,908)	(196,657)
Net loss per common share basic and diluted	**(0.16)**	(0.00)	(0.00)	(0.00)	(0.13)	(0.00)	(0.00)	(0.00)

(1) The Company had no revenue and paid no dividends during the above periods.

Total assets fluctuated over the past eight quarters. Fluctuations in total assets in Q4-2016 were due to impairment of the Company's shallow rights in the Peace River Project. Fluctuations in Q2-2015 related to a distribution to the Company's shareholders of an aggregate of $12,022,473 of net proceeds from the sale of the Company's Montney rights.

Net loss fluctuated over the past eight quarters due to the effects of impairment loss and movement of deferred income tax expenses or recovery recognized in each of the periods. In Q4-2016 the Company recognized an impairment on its oil and gas interest of $12,216,791 and an impairment of $1,957,455 on its asset held for sale. In Q4-2015 the Company wrote down its oil and gas interest by $10,609,590.

LIQUIDITY AND CAPITAL RESOURCES

As at April 30, 2016, the Company had cash of $354,727 (April 30, 2015: $52,008) and accounts receivable and prepaid and deposits of $2,289 (April 30, 2015: $31,137). As at April 30, 2016, the Company had working capital of $1,001,123

(April 30, 2015: deficiency of $5,119). During the year ended April 30, 2016, the Company sold equipment related to its oil and gas interests for proceeds of $149,145. Also, during the year ended April 30, 2016, the Company disposed of its gas processing plant for gross proceeds of $420,000. As at the date of this MD&A, the Company has a working capital of approximately $800,000.

The Company funded its operations during the year ended April 30, 2016 from existing working capital, proceeds from sale of the gas plant and other non-core assets as well as loans from directors. The Company is dependent on the equity markets to fund the majority of its future development and exploration activities and general and administrative costs. The Company does not know of any trends, demands, commitments, events or uncertainties that will result in, or that are reasonably likely to result in, its liquidity either materially increasing or decreasing in the short term.

The Company continues to pursue a number of options to increase its financial capacity, including the sale of a portion of its oil and gas interests, raising equity financing, debt agreements, abandoning properties that have excess cash deposits with the BC Oil & Gas Commission and getting the release of funds held on deposit, and the commercialization of its cavitation tool.

OPERATING CASH FLOW

Net cash used in operating activities during the year ended April 30, 2016 was $325,410 compared to net cash used in operating activities of $809,568 during the year ended April 30, 2015.

INVESTING ACTIVITIES

The Company received proceeds of $569,415 during the year ended April 30, 2016 from the sale of non-core assets as well as the Company's wholly owned gas processing plant, compared to net cash generated from investing activities of $12,395,847 during the year ended April 30, 2015.

During the year ended April 30, 2015, the Company received net proceeds of $12,492,995 from the sale of its deep rights after adjustments, including a $2,161,810 reclamation deposit paid to the BCOGC and repayment of a short-term loan and other liabilities to Crew.

FINANCING ACTIVITIES

During the year ended April 30, 2016, the Company received $49,714 in loans from directors and officers (April 30, 2015: $Nil). In 2015, the Company received $113,875 as a result of the issuance of shares. On August 20, 2014, the Company completed a distribution of $12,022,473 on a pro rata basis to the shareholders of the Company as a reduction of capital of the common shares.

OUTSTANDING SHARE DATA

As at the date of this MD&A, the Company had 90,394,534 common shares and 2,082,500 stock options outstanding.

OFF-BALANCE SHEET ARRANGEMENTS

The Company has no off-balance sheet arrangements.

RELATED PARTY TRANSACTIONS

A number of key management personnel, or their related parties, hold positions in other entities that result in them having control or significant influence over the financial or operating policies of those entities. Certain of these entities transacted with the Company during the reporting period.

Key Management and Personnel Compensation

During the year ended April 30, 2016, administrative and management fees of $244,801 (April 30, 2015: $271,724) were charged by Petra CBM Ventures, Inc., a company controlled by Ben Jones, the Chief Executive Officer of the Company, in connection with the Company's Baton Rouge, Louisiana office. At April 30, 2016, accounts payable and accrued liabilities included $260,920 (April 30, 2015: $36,652) payable to the related entity. The Company began to accrue interest on the balance owed to this party effective April 3, 2016 at a rate of 3% per annum. As at April 30, 2016, the balance owed to this party includes an accrued interest amount of $381 (April 30, 2015: $Nil).

During the year ended April 30, 2016, administrative and management fees of $114,000 were charged by J. Proust and Associates Inc., a company controlled by John Proust, the Chairman of the Company, in connection with the Company's Vancouver head office (April 30, 2015: $132,000. At April 30, 2016, accounts payable and accrued liabilities included $79,483 (April 30, 2015: $5,775) payable to the related entity. The Company began to accrue interest on the balance owed to this party effective April 3, 2016 at a rate of 3% per annum. As at April 30, 2016, the balance owed to this party includes an accrued interest amount of $176 (April 30, 2015: $Nil).

	Year ended April 30, 2016	Year ended April 30, 2015
Administrative and management services	$ 358,801	$ 403,724
Share-based compensation	9,498	51,830
	$ 368,299	$ 455,554

Loans

On September 1, 2015, the Company received loans totaling $29,714 from three directors (Winston Purifoy-$10,000, Jonathan Bahnuik-$10,000, Ben Jones-$9,714), of which one is an officer (Ben Jones) of the Company. These loans bear an interest rate of 10% and are payable within 30 days upon demand. Interest expense of $1,978 was accrued for the year ended April 30, 2016.

On September 3, 2015, the Company received a $10,000 loan from an officer and director of the Company (John Proust). This loan bears an interest rate of 10% and is payable within 30 days upon demand. Interest expense of $658 was accrued for the year ended April 30, 2016.

On September 18, 2015, the Company received a $10,000 loan from a director of the Company (Kyle Burnett). This loan bears an interest rate of 10% and is payable within 30 days upon demand. Interest expense of $616 was accrued for the year ended April 30, 2016.

FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

Fair Value

The fair value of the Company's financial instruments is approximated by their carrying value as at April 30, 2016 due to their short term-nature. The fair value of the Company's financial instruments may be less than the carrying value due to liquidity risk.

Fair Value Hierarchy

IFRS requires disclosure about fair market value measurements for financial instruments, and measurement of fair value using a three-level hierarchy that reflects the significance of the inputs used in making the fair value measurements. The three-level hierarchy is as follows:

Level 1 - Unadjusted quoted prices in active markets for identical assets or liabilities;
Level 2 - Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly; and
Level 3 - Inputs that are not based on observable market data.

Credit Risk

Credit risk is the risk of loss associated with a counterparty's inability to fulfill its payment obligations. Financial instruments that potentially subject the Company to credit risk consist primarily of cash and accounts receivable. The maximum exposure to credit risk is equal to the carrying value of the financial assets.

The Company reduces its credit risk by maintaining its bank accounts at large financial institutions.

Liquidity Risk

Liquidity risk is the risk that the Company is not able to meet its financial obligations as they fall due. All of the Company's financial liabilities are classified as current and are anticipated to mature within the next fiscal year. The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. Refer to Note 1 of the audited consolidated financial statements of the Company.

As at April 30, 2016, the Company had a cash balance of $345,727 (April 30, 2015: $52,008) to settle current liabilities of $1,508,703 (April 30, 2015: $88,264).

Market Risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates, and commodity and equity prices. The Company is exposed only to interest rate risk to the extent that the cash maintained at the financial institutions is subject to a floating rate of interest. The interest rate risk on the Company's cash is minimal.

Foreign Exchange Risk

The Company incurs operating expenses and capital expenditures mostly in Canadian dollars. The Company's exposure to assets and liabilities denominated in foreign currencies is minimal. Accordingly, the Company does not have a significant exposure to losses arising from fluctuations in exchange rates.

Other Risk and Uncertainties

The Company may be exposed to risks of varying degrees of significance which could affect its ability to achieve its strategic objectives. The Company manages risks to minimize potential losses. The main objective of the Company's risk management process is to ensure that the risks are properly identified and that the capital base is adequate in relation to those risks. Additional risks to which the Company is exposed are described below.

The Company's operations and results are subject to a number of different risks at any given time. These factors include, but are not limited to, disclosure regarding exploration, additional financing, project delay, titles to properties, price fluctuations and share price volatility, operating hazards, insurable risks and limitations of insurance, management, regulatory requirements, and environmental regulations. Exploration for gas and CBM resources involves a high degree of risk. The cost of conducting programs may be substantial and the likelihood of success is difficult to assess.

Substantial capital requirements

The Company anticipates that it will make substantial capital expenditures in the future for the research and development relating to the jet cavity tool. The Company may have limited ability to expend the capital necessary to undertake or complete research-related costs. There can be no assurance that debt or equity financing, or cash generated by operations, will be available or sufficient to meet these requirements or for other corporate purposes or, if debt or equity financing is available, that it will be on terms acceptable to the Company. Moreover, future activities may require the Company to significantly alter its capitalization. The inability of the Company to access sufficient capital for its operations could have a material adverse effect on the Company's financial condition, results of operations or prospects.

Environmental risks

All phases of the gas business present environmental risks and hazards and are subject to environmental regulation pursuant to a variety of international conventions and provincial and municipal laws and regulations. Environmental legislation provides for, among other things, restrictions and prohibitions on spills, releases or emissions of various substances produced in association with oil and gas operations. The legislation also requires that wells and facility sites be operated, maintained, abandoned and reclaimed to the satisfaction of applicable regulatory authorities. Compliance with such legislation can require significant expenditures and a breach may result in the imposition of fines and penalties, some of which may be material. Environmental legislation is evolving in a manner expected to result in stricter standards and enforcement, larger fines and liability, and potentially increased capital expenditures and operating costs. The discharge of gas, water or other pollutants into the air, soil or water may give rise to liabilities to local or foreign governments and third parties and may require the Company to incur costs to remedy such discharge. No assurance can be given that environmental laws will not result in a curtailment of production or a material increase in the costs of production, development or exploration activities, or otherwise adversely affect the Company's financial condition, results of operations or prospects.

Water disposal

Water disposal is a critical component of shale gas and coalbed methane development. The Company's lands are in close proximity to the large Montney Shale Gas development. The Company believes that its water disposal well at Peace River holds potential value by providing water disposal capacity to local active Montney developers, as does its contractual right to drill water disposal wells on another 48 sections.

There is regulatory permitting risk to every water disposal project as some scientists have attempted to tie water disposal to increased seismicity. In addition, the Company's water disposal well is 1.75 miles from a hydro-electric dam.

Reliance on operators and key employees

The Company is not the operator on all of its prospects and may not be the operator of certain gas properties in which it acquires an interest. To the extent the Company is not the operator of its gas properties; the Company will be dependent on such operators for the timing of activities related to such properties and will largely be unable to direct or control the activities of the operators. The operator may incur liability for liens related to its subcontractors. If subcontractors fail to timely pay for materials and services, the assets of the operator could be subject to materialmen's and workmen's liens. In that event, the operator could incur excess costs in discharging such liens.

In addition, the success of the Company will be largely dependent upon the performance of its management and key employees. The Company does not have any key man insurance policies, and therefore there is a risk that the death or departure of any member of management or any key employee could have a material adverse effect on the Company.

Research and development

The Company may be exposed to risks of varying degrees relating to its ability to achieve its research and development products. These factors include but are not limited to manufacturing and production delays in research and development,

price fluctuations for the Company's source materials, operating hazards and overall history in the research and development space.

Conflicts of interest

Certain of the directors and officers of the Company are also directors and officers of other oil and gas companies involved in natural resource exploration and development, and conflicts of interest may arise between their duties as officers and directors of the Company and as officers and directors of such other companies. Such conflicts must be disclosed in accordance with, and are subject to such other procedures and remedies as apply, under the *Business Corporations Act*.

Permits, licenses and government regulations

Government permits and approvals for drilling operations must be obtained for the Company's oil and gas interests. Regulatory authorities exercise considerable discretion in the timing and scope of permit issuance. Requirements imposed by these authorities may be costly and time consuming and may result in delays in the commencement or continuation of exploration or production operations. For example, as the operator of a project the Company will often be required to prepare and present to federal, provincial or local authorities data pertaining to the effect or impact that proposed exploration for or production of gas may have on the environment. Further, the public may comment on and otherwise engage in the permitting process, including through intervention in the courts. Accordingly, the permits that are needed may not be issued, or if issued, may not be issued in a timely fashion, or may involve requirements that restrict the ability to conduct the operations on the project or to do so profitably.

Oil and gas exploration is subject to significant regulation. Changes in these regulations may have a material adverse impact on the Company's operations.

Title matters

Although title reviews on the Company's property interests will be done or have been done to the satisfaction of management of the Company, such reviews do not guarantee or certify that an unforeseen defect in the chain of title will not arise to defeat the interests of the Company. Such defects in title could result in a reduction of the possible revenue to be received by the Company. In addition, the Company's properties that are held in the form of licenses, leases and/or working interests in licenses and leases may be adversely affected if the holder of the license or lease fails to meet the specific requirements of a license or lease. There can be no assurance that any of the obligations required to maintain such licenses or leases will be met. The termination or expiration of such licenses, leases or working interests in licenses or leases may have a significant material adverse effect on the Company's results of operations and business.

Aboriginal land claims

Many lands in British Columbia are or could become subject to aboriginal land claims to title, which could adversely affect the Company's title to its properties. While the Company actively consults with all groups that may be adversely affected by the Company's activities, including aboriginal groups, there can be no assurance that satisfactory agreements can be reached.

Additional funding requirements

The Company is still dependant on the equity markets as its major source of operating working capital. From time to time, the Company may require additional financing in order to carry out its acquisition, exploration and development activities. Failure to obtain such financing on a timely basis could cause the Company to forfeit its interest in certain properties, miss certain acquisition opportunities, and reduce or terminate its operations. There can be no assurance that additional debt or equity financing will be available to meet these requirements, or available on favorable terms.

Issuance of debt

From time to time, the Company may enter into transactions to acquire assets or the shares of other corporations. These transactions may be financed partially or wholly with debt, which may increase the Company's debt levels above industry standards. The Company's Articles do not limit the amount of indebtedness that the Company may incur. The level of the Company's indebtedness from time to time could impair the Company's ability to obtain additional financing in the future on a timely basis to take advantage of business opportunities that may arise.

Availability of drilling equipment and access restrictions

The Company's activities are dependent on the availability of drilling and related equipment in the particular areas where such activities will be conducted. Demand for such limited equipment or access restrictions may affect the availability of such equipment to the Company and may delay exploration and development activities.

CRITICAL JUDGMENTS AND SOURCES OF ESTIMATION UNCERTAINTY

The preparation of the financial statements requires management to make certain estimates, judgments and assumptions that affect the reported amounts of assets and liabilities at the date of the consolidated financial statements and reported amounts of expenses during the reporting period. Actual outcomes could differ from these estimates. These consolidated financial statements include estimates which, by their nature, are uncertain. The impacts of such estimates are pervasive throughout the consolidated financial statements, and may require accounting adjustments based on future occurrences. Revisions to accounting estimates are recognized in the period in which the estimate is revised, and future periods if the revision affects both current and future periods. These estimates are based on historical experience, current and future economic conditions and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Critical Judgments

The following are critical judgments that management has made in the process of applying accounting policies and that have the most significant effect on the amounts recognized in the consolidated financial statements:

- Management is required to assess the Company's oil and gas interests for indicators of impairment at each reporting date. In making the assessment, management is required to make judgments regarding the recoverable amount of each project and the future plans towards finding commercial reserves. The nature of exploration and evaluation activity is such that only a proportion of projects are ultimately successful and some assets are likely to become impaired in future periods.

  Management has determined impairment indicators were present in respect of its oil and gas interests, and as a result an impairment test was performed. Refer to Note 5.

- Considerable judgment is required to identify the point in the progress of a research and development project at which a new or improved product or process is determined to be technologically feasible, marketable, or useful and therefore determining when research and development costs should be capitalized.

  Management has determined that the Company is still in the early stages of research and no costs should be capitalized.

Estimation Uncertainty

The following are key assumptions concerning the future and other key sources of estimation uncertainty that have a significant risk of resulting in a material adjustment to the carrying amount of assets and liabilities within the next financial year:

- The assessment of any impairment of oil and gas properties is dependent upon the recoverable amount that takes into account factors such as reserves, economic and market conditions, and the useful lives of assets.
- The Company has recognized a provision for a decommissioning liability associated with its oil and gas interests. In determining the fair value of the provision, assumptions and estimates are made in relation to discount rates, the expected cost to restore property to its original condition and the expected timing of those costs. The carrying amount of the liability at April 30, 2016 is $1,312,022 (April 30, 2015: $2,156,707). This amount decreased due to the Company's estimate of decommissioning costs.
- The calculation of income taxes requires judgment in applying tax laws and regulations, estimating the timing of the reversal of temporary differences, and estimating the realizability of deferred income tax assets. These estimates impact current and deferred income tax assets and liabilities, and current and deferred income tax expense (recovery).

NEW ACCOUNTING STANDARDS AND RECENT PRONOUNCEMENTS

The following is an overview of accounting standard change that the Company will be required to adopt in future years. The Company continues to evaluate the impact of these standards on its financial statements.

- IFRS 9 - Financial Instruments. This IFRS introduces new requirements for classifying and measuring financial assets and liabilities and carries over from the requirements of IAS 39 - Financial Instruments: Recognition and measurement, derecognition of financial assets and financial liabilities. The required adoption date for IFRS 9 is January 1, 2018.

- IFRS 15 - Revenue from Contracts with Customers. This IFRS establishes principles to address the nature, amount, timing and uncertainty of revenue and cash flows arising from an entity's contracts with customers. IFRS 15 will be effective for annual periods beginning on or after January 1, 2018, with early adoption permitted.

- IFRS 16 – Leases. This IFRS, which supersedes IAS 17 – Leases, specifies how to recognize, present and disclose leases. The standard provides a single lessee accounting model, requiring the recognition of assets and liabilities for all leases, unless the lease term is 12 months or less or the underlying asset has a low value. IFRS 16 is effective for annual periods beginning on or after January 1, 2019 with early adoption permitted if IFRS 15, has also been applied.

INVESTOR RELATIONS ACTIVITIES

Mr. John Proust, a Director of the Company, coordinates investor relations activities.

ADDITIONAL INFORMATION AND CONTINUOUS DISCLOSURE

Additional information on the Company is available through regular filings of press releases and financial statements on SEDAR at www.sedar.com and on the Company's website at www.canadaenergypartners.com.

CAUTIONARY NOTE REGARDING FORWARD-LOOKING STATEMENTS

Certain of the statements made and information contained herein is "forward-looking information" within the meaning of the British Columbia Securities Act. These statements relate to future events or the Company's future performance. All statements, other than statements of historical fact, may be forward-looking statements. Generally, these forward-looking statements can be identified by the use of forward-looking terminology such as "anticipates", "plans", "budget", "scheduled", "continue", "estimates", "forecasts", "expect", "is expected", "project", "propose", "potential", "targeting", "intends", "believes" or variations of such words and phrases or statements that certain actions, events or results "may", "could", "would", "might", or "will be taken", "occur" or "be achieved" or the negative connotation thereof. These statements involve known and unknown risks, uncertainties and other factors that may cause actual results or events to differ materially from those anticipated in such forward-looking statements. The Company believes that the expectations reflected in those forward-looking statements are reasonable, but no assurance can be given that these expectations will prove to be correct and such forward-looking statements included in this MD&A should not be unduly relied upon by readers, as actual results may vary. These statements speak only as of the date of this MD&A and are expressly qualified, in their entirety, by this cautionary statement. In particular, this MD&A contains forward-looking statements, pertaining to the following: capital expenditure programs, development of resources, treatment under governmental and taxation regimes, expectations regarding the Company's ability to raise capital, expenditures to be made by the Company and its joint venture partners on its properties and work plans to be conducted. With respect to forward-looking statements listed above and contained in the MD&A, the Company has made assumptions regarding, among other things:

- uncertainties relating to receiving well permits in British Columbia;
- the impact of increasing competition in the shale gas business;
- unpredictable changes to the market prices for natural gas;
- exploration and developments costs for its properties;
- availability of additional financing or joint-venture partners;
- anticipated results of exploration and development activities; and
- the Company's ability to obtain additional financing on satisfactory terms.

The Company's actual results could differ materially from those anticipated in these forward-looking statements as a result of the risk factors set forth below and elsewhere in this MD&A: volatility in the market price for natural gas; uncertainties associated with estimating resources; geological, technical, drilling and processing problems; liabilities and risks, including environmental liabilities and risks, inherent in natural gas extraction operations; unanticipated reclamation expenses; fluctuations in currencies and interest rates; incorrect assessments of the value of acquisitions; unanticipated results of exploration activities; competition for, amongst other things, capital, undeveloped lands and skilled personnel; title disputes or claims; limitations on insurance coverage; lack of availability of additional financing and/or joint venture partners and unpredictable weather conditions. Although the Company has attempted to identify important factors that could cause results to differ materially from those contained in forward-looking statements, there may be other factors that cause results not to be as anticipated, estimated or intended. There can be no assurance that such statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking statements. Readers are cautioned that the foregoing lists of factors are not exhaustive. Forward-looking statements are made as of the date hereof and the Company does not undertake to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except in accordance with applicable securities laws. The forward-looking statements contained in this MD&A are expressly qualified by this cautionary statement.