CANACOL ENERGY LTD.

MANAGEMENT'S DISCUSSION AND ANALYSIS THREE MONTHS ENDED MARCH 31, 2024





FINANCIAL & OPERATING HIGHLIGHTS

(in United States dollars (tabular amounts in thousands) except as otherwise noted)

Financial		Three r	months ended March 31,
	2024	2023	Change
Total revenues, net of royalties and transportation expense ⁽¹⁾	77,691	73,913	5%
Adjusted funds from operations ⁽¹⁾	42,226	32,693	29%
Per share - basic (\$) ⁽¹⁾	1.24	0.96	29%
Per share - diluted (\$) ⁽¹⁾	1.24	0.96	29%
Net income and comprehensive income	3,654	16,874	(78%)
Per share – basic (\$)	0.11	0.49	(78%)
Per share – diluted (\$)	0.11	0.49	(78%)
Cash flows provided by operating activities	54,719	30,969	77%
Per share – basic (\$) ⁽¹⁾	1.60	0.91	76%
Per share – diluted (\$) ⁽¹⁾	1.60	0.91	76%
Adjusted EBITDAX ⁽¹⁾	61,041	60,928	—%
Weighted average shares outstanding – basic	34,111	34,111	—%
Weighted average shares outstanding – diluted	34,111	34,111	—%
Net cash capital expenditures ⁽¹⁾	35,878	47,123	(24%)
	March 31, 2024	December 31, 2023	Change
Cash and cash equivalents	25,122	39,425	(36%)
Working capital deficit	(11,201)	(10,028)	12%
Total debt	715,356	713,435	—%
Total assets	1,216,278	1,233,428	(1%)
Common shares, end of period (000's)	34,111	34,111	—%
Operating		Three r	months ended March 31,
oporating	2024	2023	Change
Production			-
Natural gas and LNG (Mcfpd)	154,043	188,384	(18%)
Colombia oil (bopd)	1,405	565	149%
Total (boepd)	28,430	33,615	(15%)
Realized contractual sales			
Natural gas and LNG (Mcfpd)	150,421	185,624	(19%)
Colombia oil (bopd)	1,389	587	137%
Total (boepd)	27,779	33,153	(16%)
Operating netbacks ⁽¹⁾			
Natural gas and LNG (\$/Mcf)	4.90	4.01	22%
Colombia oil (\$/bbl)	20.15	25.86	(22%)
Corporate (\$/boe)	27.51	22.88	20%

⁽¹⁾ Non-IFRS measures – see "Non-IFRS Measures" section within this MD&A.



MANAGEMENT'S DISCUSSION AND ANALYSIS

Canacol Energy Ltd. and its subsidiaries ("Canacol" or the "Corporation") are primarily engaged in natural gas exploration and development activities in Colombia. The Corporation's head office is located at 2000, 215 - 9th Avenue SW, Calgary, Alberta, T2P 1K3, Canada. The Corporation's shares are traded on the Toronto Stock Exchange (the "TSX") under the symbol CNE, the OTCQX in the United States of America under the symbol CNNEF, the Bolsa de Valores de Colombia under the symbol CNEC and the Bolsa Mexicana de Valores under the symbol CNEN.

Advisories

The following management's discussion and analysis ("MD&A") is dated May 8, 2024 and is the Corporation's explanation of its financial performance for the period covered by the unaudited interim condensed consolidated financial statements for the three months ended March 31, 2024 ("the financial statements"), along with an analysis of the Corporation's financial position. Comments relate to and should be read in conjunction with the financial statements, and the audited consolidated financial statements and MD&A for the year ended December 31, 2023. The financial statements were prepared by management in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board ("IFRS Accounting Standards"), and all amounts herein are expressed in United States dollars ("USD"), unless otherwise noted, and all tabular amounts are expressed in thousands of USD, except per share amounts or as otherwise noted. Additional information for the Corporation, including the Annual Information Form, may be found on SEDAR+ at www.sedarplus.ca.

Forward-Looking Statements - Certain information set forth in this document contains forward-looking statements. All statements other than historical facts contained herein are forward-looking statements, including, without limitation, statements regarding the future financial position, business strategy, production rates, and plans and objectives of or involving the Corporation. By their nature, forward-looking statements are subject to numerous risks and uncertainties, some of which are beyond the Corporation's control, including the impact of general economic conditions, industry conditions, governmental regulation, volatility of commodity prices, currency fluctuations, imprecision of reserve estimates, environmental risks, competition from other industry participants, the lack of availability of qualified personnel or management, stock market volatility and the ability to access sufficient capital from internal and external sources. In particular, with respect to forward-looking comments in this MD&A, readers are cautioned that there can be no assurance that the Corporation will complete its planned capital projects on schedule, or that natural gas and petroleum production will result from such capital projects, or that additional natural gas sales contracts will be secured, or that hydrocarbon-based royalties assessed will remain consistent, or that royalties will continue to be applied on a slidingscale basis as production increases on any one block, or that an El Niño phenomenon will create a higher than normal demand for natural gas sales, or that there will be no penalties on the termination of the Medellin gas sales contract. The Corporation's actual results, performance or achievement could differ materially from those expressed in, or implied by, these forward-looking statements and, accordingly, no assurance can be given that any of the events anticipated by the forward-looking statements will transpire or occur, or if any of them do so, what benefits the Corporation will derive therefrom.

In addition to historical information, this MD&A contains forward-looking statements that are generally identifiable as any statements that express, or involve discussions as to, expectations, beliefs, plans, objectives, assumptions or future events of performance (often, but not always, through the use of words or phrases such as "will likely result," "expected," "is anticipated," "believes," "estimated," "intends," "projection" and "outlook"). These statements are not historical facts and may be forward-looking and may involve estimates, assumptions and uncertainties which could cause actual results or outcomes to differ materially from those expressed in such forward-looking statements. Actual results achieved during the forecast period will vary from the information provided herein as a result of numerous known and unknown risks and uncertainties and other factors. Such factors include, but are not limited to: general economic, market and business conditions; fluctuations in natural gas, LNG and oil prices; the results of exploration and development drilling and related activities; fluctuations in foreign currency exchange rates; the uncertainty of reserve estimates; changes in environmental and other regulations; and risks associated with natural gas and oil operations, many of which are beyond the control of the Corporation and are subject to a high degree of uncertainty. Accordingly, there is no representation by the Corporation that actual results achieved during the forecast period will be the same in whole or in part as those forecasted. Except to the extent required by law, the Corporation assumes no obligation to publicly update or revise any forward-looking statements made in this MD&A or otherwise, whether as a result of new information, future events or otherwise. All subsequent forward-looking statements, whether written or oral, attributable to the Corporation or persons acting on the Corporation's behalf, are qualified in their entirety by these cautionary statements.

Readers are further cautioned not to place undue reliance on any forward-looking information or statements.



Non-IFRS Measures – Two of the benchmarks the Corporation uses to evaluate its performance are adjusted funds from operations and adjusted EBITDAX, which are measures not defined in IFRS Accounting Standards. Adjusted funds from operations represents cash flow provided by operating activities before the settlement of decommissioning obligations and changes in non-cash working capital, adjusted for non-recurring charges. Adjusted EBITDAX is calculated on a rolling 12-month basis and is defined as net income (loss) and comprehensive income (loss) adjusted for interest, income taxes, depreciation, depletion, amortization, pre-license costs and other similar non-recurring or non-cash charges. The Corporation considers these measures as key measures to demonstrate its ability to generate the cash flow necessary to fund future growth through capital investment, pay dividend and repay its debt. These measures should not be considered as an alternative to, or more meaningful than, cash provided by operating activities or net income (loss) and comprehensive income (loss) as determined in accordance with IFRS Accounting Standards as an indicator of the Corporation's performance. The Corporation's determination of these measures may not be comparable to that reported by other companies.

The Corporation also presents adjusted funds from operations per share, whereby per share amounts are calculated using the weighted-average shares outstanding consistent with the calculation of net income (loss) and comprehensive income (loss) per share.

The following table reconciles the Corporation's cash provided by operating activities to adjusted funds from operations:

	Three months end March			
		2024		2023
Cash flows provided by operating activities	\$	54,719	\$	30,969
Changes in non-cash working capital		(13,194)		1,507
Settlement of decommissioning obligations		701		217
Adjusted funds from operations	\$	42,226	\$	32,693

The following table reconciles the Corporation's net income (loss) and comprehensive income (loss) to adjusted EBITDAX:

	2023			2024			
	Q2		Q3	Q4		Q1	Rolling
Net income (loss) and comprehensive income (loss)	\$ 39,990	\$	(524) \$	29,897	\$	3,654	\$ 73,017
(+) Interest expense	12,182		12,001	12,998		13,721	50,902
(+) Income tax expense (recovery)	(14,500)		(5,596)	(14,076)		17,718	(16,454)
(+) Depletion and depreciation	19,249		17,619	20,086		19,026	75,980
(+) Impairment of long lived assets	_		32,604	2,750		_	35,354
(+) Pre-license costs	198		270	327		189	984
(+) Unrealized foreign exchange loss (gain)	245		1,354	(2,316)		561	(156)
(+/-) Other non-cash or non-recurring items	3,290		4,375	3,478		6,172	17,315
Adjusted EBITDAX	\$ 60,654	\$	62,103 \$	53,144	\$	61,041	\$ 236,942

In addition to the above, management uses the operating netback measure. Operating netback is a benchmark common in the oil and gas industry and is calculated as revenue, net of transportation expense, less royalties, less operating expenses, calculated on a per unit basis of sales volumes. Operating netback is an important measure in evaluating operational performance as it demonstrates profitability relative to current commodity prices.

Operating netback as presented does not have any standardized meaning prescribed by IFRS Accounting Standards and therefore may not be comparable with the calculation of similar measures for other entities.

The term "boe" is used in this MD&A. Boe may be misleading, particularly if used in isolation. A boe conversion ratio of cubic feet of natural gas to barrels of oil equivalent is based on an energy equivalency conversion method primarily applicable at the burner tip and does not represent a value equivalency at the wellhead. In this MD&A, boe is expressed using the Colombian conversion standard of 5.7 Mcf: 1 bbl required by the Ministry of Mines and Energy of Colombia. Natural gas and LNG volumes per day are expressed in thousand cubic feet per day ("MCfpd") or million cubic feet per day ("MMcfpd") throughout this MD&A.



Three Months Ended March 31, 2024 Financial and Operating Highlights

- Adjusted funds from operations increased to \$42.2 million for the three months ended March 31, 2024, compared to \$32.7 million for the same period in 2023, mainly due to an increase in EBITDAX combined with a decrease in current income tax expense.
- Adjusted EBITDAX increased slightly to \$61.0 million for the three months ended March 31, 2024, compared to \$60.9 million for the same period in 2023. The increase is mainly due to an increase of natural gas operating netback, offset by a decrease in realized contractual natural gas and LNG sales volume.
- The Corporation's natural gas and liquefied natural gas ("LNG") operating netback increased 22% to \$4.90 per Mcf for the three months ended March 31, 2024, compared to \$4.01 per Mcf for the same period in 2023. The increase is mainly due to an increase in average sales prices, net of transportation expenses, offset by an increase in operating expenses and royalties.
- Total revenues, net of royalties and transportation expenses for the three months ended March 31, 2024 increased 5% to \$77.7 million, compared to \$73.9 million for same period in 2023, mainly due to higher average natural gas sales price, net of transportation expenses of \$6.60 per Mcf for the three months ended March 31, 2024 as compared to \$5.13 per Mcf for the same period in 2023, offset by a decrease in realized natural gas and LNG sales volume.
- Realized contractual natural gas and LNG sales volume decreased 19% to 150.4 MMcfpd for the three months
 ended March 31, 2024, compared to 185.6 MMcfpd for the same period in 2023. The decrease is due to the
 unusual and unexpected decrease in the Corporation's production capacity which commenced during the third
 quarter of 2023 (see "Results of Operations" section).
- The Corporation realized a net income of \$3.7 million for the three months ended March 31, 2024, compared to a net income of \$16.9 million for the same period in 2023. The decrease in net income for the three months ended March 31, 2024 is driven by a non-cash deferred income tax expense of \$0.5 million as compared to a deferred income tax recovery of \$17.4 million in 2023.
- Net cash capital expenditures for the three months ended March 31, 2024 was \$35.9 million compared to \$47.1 million for the same period in 2023. The decrease is mainly due to reduced spending on warehouse inventory.
- As at March 31, 2024, the Corporation had \$25.1 million in cash and cash equivalents and \$11.2 million in working capital deficit.

Results of Operations

For the three months ended March 31, 2024, the Corporation's production primarily consisted of natural gas from the Esperanza, VIM-5 and VIM-21 blocks located in the Lower Magdalena Valley basin in Colombia. The Corporation's production also included crude oil from its Rancho Hermoso block in Colombia ("Colombia oil"). The Corporation's LNG production was less than one percent of total natural gas and LNG production and, therefore, the results have been combined as "Natural gas and LNG".

During the three months ended March 31, 2024, the Corporation completed the acquisition of the Macao 3D seismic program.

During the three months ended March 31, 2024, the Corporation completed the drilling of the Clarinete-10 development well located on its VIM-5 block. The well was tied in and is on permanent production. The Corporation also completed the drilling of the Pomelo-1 exploration well located on its VIM-21 block. The Pomelo-1 exploration well encountered 96 feet true vertical depth of net gas pay with average porosity of 21% within the primary Cienaga de Oro ("CDO") sandstone reservoir, and was tested at a rate up to 10 MMcfpd. The Pomelo-1 exploration well was tied in and is currently producing at a controlled rate of 8 MMcfpd.

On April 2, 2024, the Corporation spud the Chontaduro-1 exploration well located on its VIM-21 block. The Chontaduro-1 exploration well encountered 123 feet true vertical depth of net gas pay with average porosity of 21% within the primary CDO sandstone reservoir, and was tested at a rate up to 12 MMcfpd. The Chontaduro-1 exploration well was tied in and is currently producing into the Jobo gas processing facility.

On April 18, 2024, the Corporation spud the Chontaduro-2 appraisal well. The Chontaduro-2 well encountered 88 feet true vertical depth of net gas pay with average porosity of 23% within the primary CDO sandstone reservoir, and was tested at a rate up to 12 MMcfpd. The Chontaduro-2 well was tied in and is currently producing into the Jobo gas processing facility.

During the three months ended March 31, 2024, the Corporation reactivated RH-12, a non-producing oil well located on the Rancho Hermoso block. The RH-12 well restarted production in late January 2024 and has been producing at approximately 1,230 bopd.



Average Daily Production and Realized Contractual Sales Volumes

Production and sales volumes in this MD&A are reported before royalties.

		Three mont			
	2024	2023	Change		
Natural Gas and LNG (Mcfpd)					
Natural gas and LNG production	154,043	188,384	(18%)		
Field consumption	(3,883)	(2,873)	35%		
Natural gas and LNG sales	150,160	185,511	(19%)		
Take-or-pay volumes (2)	261	113	131%		
Realized contractual natural gas and LNG sales	150,421	185,624	(19%)		
Colombia Oil (bopd)					
Crude oil production	1,405	565	149%		
Inventory movements and other	(16)	22	(173%)		
Colombia oil sales	1,389	587	137%		
Corporate (boepd)					
Natural gas and LNG production	27,025	33,050	(18%)		
Colombia oil production	1,405	565	149%		
Total production	28,430	33,615	(15%)		
Field consumption and inventory	(697)	(482)	45%		
Total corporate sales	27,733	33,133	(16%)		
Take-or-pay volumes (2)	46	20	130%		
Total realized contractual sales	27,779	33,153	(16%)		

The Corporation has three types of natural gas and LNG sales:

- Natural Gas and LNG sales represents natural gas and LNG production less a typically small amount of gas volume that is consumed at the field level;
- 2) Take-or-pay income represents the portion of natural gas and LNG sales nominations by the Corporation's off-takers that do not get delivered, due to the off-taker's inability to accept such natural gas and for which the off-takers have no recourse or legal right to delivery at a later date. As such, they are recorded as revenue in the period; and
- 3) Undelivered natural gas and LNG nominations represents the portion of undelivered natural gas and LNG sales nominations for which the off-takers have a legal right to take delivery at a later date, for a fixed period of time ("make-up rights"). These nominations are paid for at the time, alongside natural gas and LNG sales and take-or-pay income, and as such are included in deferred income for the period. The Corporation recognizes revenues associated with such make-up rights ("settlements") at the earlier of: a) when the make-up volume is delivered, b) the make-up right expires, or c) when it is determined that the likelihood that the off-taker will utilize the make-up right is remote.

Realized contractual natural gas and LNG sales for the three months ended March 31, 2024 averaged 150.4 MMcfpd. Realized contractual sales is defined as natural gas and LNG produced and sold plus income received from nominated take-or-pay contracts without the actual delivery of natural gas or LNG and the expiry of the customers' rights to take the deliveries.

The 19% decrease in realized contractual natural gas and LNG sales for the three months ended March 31, 2024, compared to the same period in 2023, is due to the unusual and unexpected production capacity restrictions which commenced in August 2023 as a result of issues at the Jobo gas treatment facility as well as certain of its producing wells. The Corporation's production capacity is gradually recovering as a result of a) the plant turnaround performed at Jobo during December of 2023 and b) recent development and exploration successes at the VIM-5 and VIM-21 blocks. The Corporation's natural gas production rate has increased to approximately 169 MMcfpd by the end of April 2024.



The 137% increase in Colombia oil sales for the three months ended March 31, 2024, compared to the same period in 2023, is due to the reactivation the RH-12 well during the three months ended March 31, 2024. The RH-12 well restarted production in late January 2024 and has been producing at approximately 1,230 bopd.

Revenues, Net of Royalties and Transportation Expenses

		Three mo	onths ended March 31,
	2024	2023	Change
Natural Gas and LNG			
Natural gas and LNG revenues	\$ 95,820	\$ 87,938	9%
Transportation expenses	(5,693)	(2,290)	149%
Revenues, net of transportation expenses	90,127	85,648	5%
Royalties	(17,031)	(14,579)	17%
Revenues, net of royalties and transportation expenses	\$ 73,096	\$ 71,069	3%
Colombia Oil			
Crude oil revenues	\$ 3,895	\$ 2,192	78%
Transportation expenses	(18)	(28)	(36%)
Revenues, net of transportation expenses	3,877	2,164	79%
Royalties	(144)	(130)	11%
Revenues, net of royalties and transportation expenses	\$ 3,733	\$ 2,034	84%
Corporate			
Natural gas and LNG revenues	\$ 95,820	\$ 87,938	9%
Crude oil revenues	3,895	2,192	78%
Total revenues	99,715	90,130	11%
Royalties	(17,175)	(14,709)	17%
Natural gas, LNG and crude oil production revenues, net of royalties	82,540	75,421	9%
Power generation standby revenue	753	749	1%
Take-or-pay natural gas income	109	61	79%
Total revenues, net of royalties, as reported	83,402	76,231	9%
Transportation expenses	(5,711)	(2,318)	146%
Total revenues, net of royalties and transportation expenses	\$ 77,691	\$ 73,913	5%

Natural Gas and LNG Sales and Power Generation Standby Revenue

Natural gas and LNG revenues, net of transportation expenses for the three months ended March 31, 2024 increased 5% to \$90.1 million compared to \$85.6 million for the same period in 2023, due to an increase in average sales price, net of transportation expenses, offset by lower sales volume.

Colombia oil revenues, net of transportation expenses for the three months ended March 31, 2024 increased 79% compared to the same period in 2023, due to an increase in sales volume as a result of the reactivation of the RH-12 well.

For the three months ended March 31, 2024, the Corporation realized power generation standby revenue of \$0.8 million, for its commitment to supply natural gas to a Colombian power generation plant owned by Termoelectrica el Tesorito S.A.S. ESP ("Tesorito"). The power generation standby revenue is earned on a daily basis, regardless of whether natural gas is actually delivered.

As at March 31, 2024, the Corporation had deferred income of \$9.9 million, which was related to undelivered natural gas and LNG sales nominations that were paid for or accrued in accounts receivable, for which the off-takers have a legal right to take delivery at a later date, at which point they will be recognized as revenue. Should the off-takers not accept delivery within the allotted period, the Corporation will recognize the corresponding nominations as take-or-pay income as explained on page 5 of this MD&A.



Natural Gas Transportation Expenses

The Corporation either sells its natural gas at its Jobo gas plant gate (whereby the off-taker incurs the transportation expenses, and as such Canacol does not recognize a transportation expense), or delivers its natural gas to the off-takers' locations (whereby Canacol pays and recognizes the transportation expenses directly). In the latter case, the Corporation's transportation expenses on such contracts are compensated by higher gross sales prices, resulting in average realized sales prices (net of transportation) being consistent with the Corporation's realized price in which the off-taker incurs the transportation expense. The blend of these two types of delivery options varies from contract to contract and from quarter to quarter, hence the Corporation refers to an average net realized sales price, which in either case, is net of any transportation costs, regardless of which party incurs the transportation expense. Natural gas transportation expenses increased 149% for the three months ended March 31, 2024 compared to the same period in 2023, due to the increase in natural gas sales subject to transportation expenses, as described above.

Natural Gas Royalties

		Th	ree months ended March 31,
	2024	202	Change
Natural Gas			
Esperanza royalties	\$ 796	\$ 1,014	(21%)
VIM-5 royalties	14,852	11,991	24%
VIM-21 royalties	1,383	1,574	(12%)
Royalty expense	\$ 17,031	\$ 14,579	17%
Natural Gas Royalty Rates			
Esperanza	9.1%	8.69	% 6%
VIM-5	22.5%	20.89	% 8%
VIM-21	9.6%	10.29	% (6%)
Natural gas royalty rate	18.9%	17.09	% 11%

The Corporation's natural gas royalties are generally at a rate of 6.4%, until net field production reaches 5,000 boepd, at which point the royalty rates increase on a sliding scale up to a 20% maximum rate at 600,000 boepd field production. The Corporation's Esperanza and VIM-5 natural gas production is subject to an additional overriding royalty of 2% to 4%. The Corporation's VIM-5 and VIM-21 natural gas production is subject to additional x-factor royalty rates of 13% and 3%, respectively.

The natural gas royalty rate increased to 18.9% for the three months ended March 31, 2024, compared to 17.0% for the same period in 2023, mainly due to higher production at the VIM-5 block, which is subject to a higher royalty rate.

Average Benchmark and Realized Sales Prices, Net of Transportation

		Three months ended March 31		
	2024	2023	Change	
Average Benchmark Prices				
Henry Hub (\$/MMBtu)	\$ 1.75	\$ 2.41	(27%)	
Alberta Energy Company ("AECO") (\$/MMBtu)	\$ 1.29	\$ 2.05	(37%)	
Brent (\$/bbl)	\$ 84.67	\$ 79.21	7%_	
Average Sales Prices, Net of Transportation				
Natural gas and LNG (\$/Mcf)	\$ 6.60	\$ 5.13	29%	
Colombia oil (\$/bbl)	\$ 30.67	\$ 40.96	(25%)	
Corporate average (\$/boe)	\$ 37.25	\$ 29.45	26%	



The sales prices of the Corporation's natural gas sales contracts are largely fixed, with a portion of its portfolio sold on the spot (interruptible) market. The Corporation's transportation expenses associated with the spot sales are typically compensated by higher gross sales prices, resulting in realized sales prices, net of transportation that are consistent with the Corporation's firm fixed-priced contracts.

Average natural gas and LNG sales prices, net of transportation increased 29% to \$6.60 per Mcf for the three months ended March 31, 2024, compared to \$5.13 per Mcf for the same period in 2023. The increase in average natural gas and LNG sales prices, net of transportation for the three months ended March 31, 2024 is due to a) a 19% increase in average sales price of firm long-term fixed-priced contracts to \$6.04 per Mcf for the three months ended March 31, 2024, compared to \$5.09 per Mcf for the same period in 2023, and b) the increase in interruptible prices as a result of the El Nino phenomenon.

The 25% decrease in average crude oil prices for the three months ended March 31, 2024, compared to the same period in 2023, is due to a higher portion of total oil production sold under tariff agreement.

Operating Expenses

	Th			hree months ended March 31,	
	2024		2023	Change	
Natural gas and LNG	\$ 6,214	\$	4,236	47%	
Colombia oil	1,186		668	78%	
Total operating expenses	\$ 7,400	\$	4,904	51%	
Natural gas and LNG (\$/Mcf)	\$ 0.45	\$	0.25	80%	
Colombia oil (\$/bbl)	\$ 9.38	\$	12.64	(26%)	
Corporate (\$/boe)	\$ 2.93	\$	1.64	79%	

Natural gas and LNG operating expenses increased 47% to \$6.2 million for the three months ended March 31, 2024, compared to \$4.2 million for the same period in 2023. The increase in natural gas and LNG operating expenses is due to the combination of a) increase in maintenance activities, b) increase in water treatment and sand handling costs, c) increase in equipment rental costs, and d) inflation.

Colombia oil operating expenses increased 78% for the three months ended March 31, 2024 compared to the same period in 2023, mainly due to a) the use of short-term rental facilities during January and February of 2024 and b) inflation.

Operating Netbacks

		Three	months ended March 31,
\$/Mcf	2024	2023	Change
Natural Gas and LNG			
Revenue, net of transportation expense ⁽¹⁾	\$ 6.60	\$ 5.13	29%
Royalties	(1.25)	(0.87)	44%
Operating expenses ⁽²⁾	(0.45)	(0.25)	80%
Operating netback	\$ 4.90	\$ 4.01	22%

		Three n	nonths ended March 31,
\$/bbl	2024	2023	Change
Colombia oil			
Revenue, net of transportation expense ⁽¹⁾	\$ 30.67	\$ 40.96	(25%)
Royalties	(1.14)	(2.46)	(54%)
Operating expenses ⁽²⁾	(9.38)	(12.64)	(26%)
Operating netback	\$ 20.15	\$ 25.86	(22%)

⁽¹⁾ Refer to the "Average Benchmark and Realized Sales Prices, Net of Transportation" of this MD&A for more information.

⁽²⁾ Refer to the "Operating Expenses" section of this MD&A for more information.



	Three mont			
\$/boe	2024	2023	Change	
Corporate				
Revenue, net of transportation expense	\$ 37.25	\$ 29.45	26%	
Royalties	(6.81)	(4.93)	38%	
Operating expenses	(2.93)	(1.64)	79%	
Operating netback	\$ 27.51	\$ 22.88	20%	

General and Administrative Expenses

		Three	Three months ended March 31,		
	2024	2023	Change		
Gross costs	\$ 9,666	\$ 9,210	5%		
Less: capitalized amounts	(1,535)	(2,014)	(24%)		
General and administrative expenses	\$ 8,131	\$ 7,196	13%		
\$/boe	\$ 3.22	\$ 2.41	34%		

General and administrative ("G&A") gross costs increased 5% for the three months ended March 31, 2024, compared to the same period in 2023, mainly due to inflation.

Net Finance Expense

		Three	e months ended March 31,
	2024	2023	Change
Net financing expense paid	\$ 13,328	\$ 8,864	50%
Non-cash net financing expenses (income)	2,728	3,905	(30%)
Net finance expense	\$ 16,056	\$ 12,769	26%

Net finance expense increased 26% for the three months ended March 31, 2024, compared to the same period in 2023, mainly as a result of an increase in total debt and an increase in benchmark interest rates.

Stock-Based Compensation Expense

			Three	e months ended March 31,
		2024	2023	Change
Equity-settled unit expense	:	\$ 376	\$ 14	>999%
Cash-settled unit expense		(324)	1,577	n/a
Stock-based compensation	:	\$ 52	\$ 1,591	(97%)

Equity-settled unit expense is related to stock options, the fair value of which are amortized and expensed over their respective vesting periods. Stock options are settled in shares when exercised. Equity-settled unit expense increased for the three months ended March 31, 2024 compared to the same period in 2023, due to new stock options granted to employees.

Cash-settled unit expense is related to restricted share units ("RSUs"), performance share units ("PSUs") and deferred share units ("DSUs"), the fair value of which a amortized and expensed over their respective vesting periods and revalued at each reporting date based on the Corporation's share price. RSUs, PSUs and DSUs are expected to be settled in cash. Cash-settled unit expense was a recovery for the three months ended March 31, 2024 compared to an expense for the same period in 2023, due to decrease in Canacol's share price.



Depletion and Depreciation Expense

		Three	e months ended March 31,
	2024	2023	Change
Depletion and depreciation expense	\$ 19,026	\$ 18,971	—%
\$/boe	\$ 7.54	\$ 6.36	19%

Depletion and depreciation expense per boe increased 19% for the three months ended March 31, 2024 compared to the same period in 2023 as a result of higher development capital expenditures in 2023 and higher depletion rate.

Income Tax Expense

	Three months ende March 3				
		2024		2023	
Current income tax expense	\$	17,183	\$	26,292	
Deferred income tax expense (recovery)		535		(17,423)	
Income tax expense (recovery)	\$	17,718	\$	8,869	

The Corporation's pre-tax income was subject to the Colombian statutory income tax rate of 35% for the three months ended March 31, 2024. In addition, taxable income generated from business relating to crude oil was subject to an additional 10% surtax.

The 35% decrease in current income tax expense for the three months ended March 31, 2024 compared to the same period in 2023 is due to the progression in the Corporation's corporate restructuring process, which started in Q4 of 2022, whereby the Corporation has transferred its Esperanza and VIM-21 assets from one wholly-owned subsidiary to another in an effort to better align the operational needs of the business and to create a more efficient and cost-effective organizational structure ("Corporate Restructuring").

Despite recording a \$17.2 million of current income tax expense for the first quarter of 2024, the Corporation expects 2024 annual current tax expense to total approximately \$35 million.

Income Tax Cash Payments

	Three months ended March 31				
		2024		2023	
Income taxes paid	\$	19,974	\$	18,255	

During the three months ended March 31, 2024, the Corporation paid income tax of \$14.2 million (2023 - \$14.8 million) for the 2023 tax year. In addition, the Corporation also paid installments relating to its 2024 income tax expense of \$5.8 million (2023 - \$3.5 million) during the three months ended March 31, 2024, which was net of \$0.8 million of VAT paid on certain eligible capital expenditures that were applied against the Corporation's taxes payable.



Capital Expenditures

		Three r	nonths ended March 31,
	2024		2023
Land, seismic, EIAs and communities	\$ 3,014	\$	3,796
Drilling, completion, testing and workovers	28,213		22,628
Facilities, equipment and infrastructures	6,868		5,352
Medellin pipeline	(9)		2,403
Warehouse inventory, corporate assets and other	(3,685)		11,339
Capitalized G&A	1,535		2,014
Proceeds on disposition	(58)		(409)
Net cash capital expenditures	35,878		47,123
Non-cash costs and adjustments:			
Right-of-Use leased assets	3,000		81
Disposition	51		380
Change in decommissioning obligations and other	(954)		8,692
Net capital expenditures	\$ 37,975	\$	56,276
Net capital expenditures recorded as:			
Expenditures on exploration and evaluation assets	\$ 12,965	\$	11,598
Expenditures on property, plant and equipment	25,017		44,715
Disposition	(7)		(37)
Net capital expenditures	\$ 37,975	\$	56,276

Net capital expenditures for the three months ended March 31, 2024 are primarily related to:

- Pomelo-1 exploration well drilling, completion and tie-in;
- Chontaduro-1 exploration well civil works and drilling;
- Clarinete-10 development well drilling, completion and tie-in;
- Nelson-16 development well drilling, completion and tie-in;
- Carryover costs related to wells drilled in Q4 2024 (Nelson-15, Pandereta-10, Aguas Vivas-4);
- Compression facilities and workover related costs at the Esperanza and VIM-5 blocks;
- Macao 3D seismic acquisition at the VIM-5 block; and
- Land, communities and other costs at the VIM-5, VMM-47, VIM-21, VMM10-1, VMM-53 and VMM-45 blocks.

Liquidity and Capital Resources

Capital Management

The Corporation's policy is to maintain a strong capital base in order to provide flexibility in the future development of the business and maintain investor, creditor and market confidence. The Corporation manages its capital structure and makes adjustments in response to changes in economic conditions and the risk characteristics of the underlying assets. The Corporation considers its capital structure to include share capital, long-term debt, lease obligations and working capital, defined as current assets less current liabilities excluding the current portion of long-term obligations. In order to maintain or adjust the capital structure, from time to time the Corporation may issue or repurchase common shares or other securities, sell assets or adjust its capital spending to manage current and projected debt levels.

The Corporation monitors leverage and adjusts its capital structure based on its net debt level. Net debt is defined as the principal amount of its outstanding long-term obligations less working capital, as defined above. In order to facilitate the management of its net debt, the Corporation prepares annual budgets, which are updated as necessary depending on varying factors including current and forecast commodity prices, changes in capital structure, execution of the Corporation's business plan and general industry conditions. The annual budget is approved by the Board of Directors and updates are prepared and reviewed as required.



Senior Notes

On November 24, 2021, the Corporation completed a private offering of senior unsecured notes in the aggregate principal amount of \$500 million ("Senior Notes"). The Senior Notes pay interest semi-annually at a fixed rate of 5.75% per annum, and mature in 2028 unless earlier redeemed or repurchased in accordance with their terms. The Senior Notes are fully and unconditionally guaranteed by certain subsidiaries of Canacol.

Revolving Credit Facility

On February 17, 2023, the Corporation entered into a \$200 million senior unsecured revolving credit facility ("RCF") with a syndicate of banks. The RCF bears an annual interest rate of SOFR + 4.5%, has a four-year term, and the Corporation is able to repay/redraw the RCF at any time within the term without penalty. Any undrawn amounts are subject to a commitment fee equal to 30% of the 4.50% interest margin throughout the availability period. The RCF is not subject to typical periodic redeterminations. The amount drawn and outstanding as at March 31, 2024 was \$200 million.

Financial Covenants

The Corporation's Senior Notes and its RCF include various covenants relating to maximum leverage, minimum interest coverage, indebtedness, operations, investments, assets sales, capital expenditures and other standard operating business covenants. The Corporation's financial covenants include: a) a maximum consolidated total debt, less cash and cash equivalents, to 12-month trailing adjusted EBITDAX ratio ("Consolidated Leverage Ratio") of 3.25:1.00 (incurrence) or 3.50:1:00 (maintenance) and b) a minimum 12-month trailing adjusted EBITDAX to interest expense, excluding non-cash expenses, ratio ("Consolidated Interest Coverage Ratio") of 2.50:1.00.

As at March 31, 2024, the Corporation was in compliance with the covenants.

	March 31, 2024	December 31, 2023
Senior Notes - principal (5.75%)	\$ 500,000	\$ 500,000
RCF (SOFR + 4.5%) ⁽¹⁾	200,000	200,000
Lease obligations	15,356	13,435
Total debt	715,356	713,435
Working capital deficit	11,201	10,028
Net debt	\$ 726,557	\$ 723,463

⁽¹⁾ The SOFR rate for the three months ended March 31, 2024 was 5.38%.

The Consolidated Leverage Ratio is calculated as follows:

	March 31, 2024	December 31, 2023
Total debt	\$ 715,356	\$ 713,435
Less: cash and cash equivalents	(25,122)	(39,425)
Net debt for covenant purposes	\$ 690,234	\$ 674,010
Adjusted EBITDAX	\$ 236,942	\$ 236,829
Consolidated Leverage Ratio	2.91	2.85

The Consolidated Interest Coverage Ratio is calculated as follows:

	March 31, 2024	December 31, 2023
Adjusted EBITDAX	\$ 236,942	\$ 236,829
Interest expense, excluding non-cash expenses	\$ 50,902	\$ 46,852
Consolidated Interest Coverage Ratio	4.65	5.05

As at May 8, 2024, the Corporation had 34.1 million common shares, 1.2 million stock options, and 0.7 million RSU's, DSU's and PSU's outstanding.



Contractual Obligations

The following table provides a summary of the Corporation's cash requirements to meet its financial liabilities and contractual obligations existing as at March 31, 2024:

	Less than 1 year		1-3 years	Thereafter	Total	
Long-term debt – principal	\$	_	\$ _	\$ 700,000	\$	700,000
Lease obligations – undiscounted		4,925	9,020	2,619		16,564
Trade and other payables		93,776	_	_		93,776
Taxes payable		35,185	_	_		35,185
Other long term obligations		_	6,961	_		6,961
Long-term incentive compensation liability		623	758	_		1,381
Exploration and production contracts		6,404	50,362	1,763		58,529
Compression station operating contracts		2,782	5,732	2,206		10,720
	\$	143,695	\$ 72,833	\$ 706,588	\$	923,116

Letters of Credit

As at March 31, 2024, the Corporation had letters of credit outstanding totaling \$79.1 million (December 31, 2023 - \$87.5 million) to guarantee work commitments on exploration blocks in Colombia and to guarantee other contractual commitments.

Exploration and Production Contracts

The Corporation has entered into a number of exploration contracts in Colombia which require the Corporation to fulfill work program commitments and issue financial guarantees related thereto. In aggregate, the Corporation has outstanding exploration commitments at March 31, 2024 of \$58.5 million and has issued \$37.9 million of the total \$79.1 million in financial guarantees related thereto.

Related Party Transactions

The Corporation held an investment in a public company, Arrow Exploration Corp. ("Arrow"), of which two of the board of directors of Arrow are also key members of the Corporation's management. As at March 31, 2024, the Corporation held an aggregate of 60,072,807 common shares of Arrow, which is an approximately 21.0% of equity interest in Arrow. On April 26, 2024, the Corporation sold all of its Arrow common shares at £ 0.185 per share for a total of \$13.3 million USD, net of fees.

Sustainability

As indicated in the Corporation's 2022 ESG Integrated Report, Canacol currently is a leading sustainable natural gas producer in the Americas, with Scope 1 and 2 GHG emissions that are on average 80% lower than our oil-producing peers and 50% lower than our gas-producing peers. Canacol's ambition is to continue to lead the oil and gas industry in Colombia in terms of supplying the increasing energy demands of Colombians while reducing carbon emissions, exploring avenues for renewable energy generation, fostering national energy self-sufficiency, and catalyzing the growth and development of Colombia's economy and its people. Canacol enthusiastically supports the global objectives to meet the Paris Agreement targets and remains committed to supporting Colombia's objective of achieving a 51% reduction in emissions by 2030. In line with this commitment, Canacol has set its decarbonization goals, whereby we aim to achieve zero methane emissions by 2026, reduce Scope 1 and 2 emissions by 50% by 2035, and achieve carbon neutrality by 2050. The Corporation's objective on ESG is to improve the quality of life of millions of people through the exploration, production and supply of conventional natural gas in Colombia. Alongside this, Canacol is focused on generating value for its stakeholders in a sustainable, collaborative, co-responsible, respectful and transparent way. With the Corporation's transition to natural gas, it has an environmentally friendly value proposition that contributes to the reduction of CO2 emissions in Colombia and provides for a more efficient use of resources.

The Corporation continues to support its communities in essential social projects such as access to water and utilities, local economic projects, construction and improvement of public and community infrastructure, technical and university scholarships, amongst others.

The Corporation has strong corporate governance standards and procedures, which are aligned with best global practices, and uses control mechanisms that protect shareholder's interests, respect and promote human rights, guarantee ethical behavior, integrity and transparency, ensure regulatory compliance and minimize risk.



The Corporation is committed to continuing to develop and maintain a robust ESG strategy and, as such, has implemented a plan with the following three pillars:

- 1. A cleaner energy future deliver natural gas under the highest environmental and operational efficiency standards.
- 2. Empowering our people make a positive impact on people and demonstrate Canacol's commitment to enhancing the well-being, prosperity, and health and safety of our employees, contractors and the communities we serve.
- 3. A transparent and ethical business adopt best practices, incorporate governance, encourage respect for human rights and ensure ethics and integrity in everything Canacol does.

Outlook

The Corporation's long-term plan is focused on a) maintaining and growing Canacol's reserve base and production from its core assets in the Lower Magdalena Valley Basin ("LMV"), targeting the full use of existing transportation infrastructure; b) exploring high impact exploration opportunities in the Middle Magdalena Valley Basin ("MMV"); c) strategic entrance into the gas market in Bolivia, and d) continue to develop and improve in the area of ESG.

For 2024, the Corporation remains focused on the following objectives:

- 1) In line with maintaining and growing Canacol's reserves and production in its core gas assets in the LMV, the Corporation is executing comprehensive development and exploration programs. The Corporation aims to optimize its production and increase reserves by drilling up to five development wells, install new compression and processing facilities, and workover operations of producing wells in the Corporation's key gas fields. The Corporation has completed the drilling of two successful exploration wells, Pomelo-1 and Chondaturo-1, and two successful development wells, Clarinete-10 and Chontaduro-2. The Chontaduro-2 well was recently completed and tested at 12 MMcfpd, and is currently producing into the Jobo gas treatment facility. Through these above mentioned activities, the Corporation managed to stabilize its gas sales at an average rate of 150 MMcfpd during Q1 of 2024, and lifted gas sales to approximately 169 MMcfpd by the end of April 2024. The Corporation expects to drill the higher impact Cardomomo-1 exploration well in mid-summer of 2024. These development and exploration activities are planned to support Canacol's robust EBITDA generation and allow the Corporation to capitalize on strong market dynamics in 2024.
- 2) Maintaining a low cost of capital, cash liquidity and balance sheet flexibility to invest for the long term. In a year of expected, highly supportive gas market dynamics, the Corporation is tactically prioritizing investments in the LMV and has therefore decided to postpone drilling of the Pola-1 exploration well located in the MMV to 2025. On April 26, 2024, the Corporation sold its non-core investment in Arrow for gross proceeds of \$13.8 million to add additional liquidity.
- 3) Bolivia: achieve the government's approval of a fourth E&P contract that covers an existing gas field reactivation, to begin development operations with a view to adding reserves and production and commencing gas sales in 2025.
- 4) Continue with the Corporation's commitment to its environmental, social and governance strategy.



SUMMARY OF QUARTERLY RESULTS

(in United States dollars (tabular amounts in thousands) except as otherwise noted)

	2024		2023				2022	
	Q1	Q4	Q3	Q2	Q1	Q4	Q3	Q2
Financial								
Total revenues, net of royalties and transportation expense ⁽¹⁾	77,691	79,718	76,618	74,605	73,913	67,956	70,133	70,256
Adjusted funds from operations ⁽¹⁾	42,226	30,958	48,950	33,686	32,693	(16,977)	38,715	39,086
Per share – basic (\$) ⁽¹⁾	1.24	0.91	1.44	0.99	0.96	(0.50)	1.15	1.15
Per share – diluted (\$) ⁽¹⁾	1.24	0.91	1.44	0.99	0.96	(0.50)	1.15	1.15
Cash flows provided (used) by operating activities	54,719	22,571	66,212	(24,413)	30,969	50,034	61,994	35,338
Net (loss) income and comprehensive (loss) income	3,654	29,897	(524)	39,990	16,874	133,722	(4,463)	(6,404)
Per share – basic (\$)	0.11	0.88	(0.02)	1.17	0.49	3.92	(0.15)	(0.20)
Per share – diluted (\$)	0.11	0.88	(0.02)	1.17	0.49	3.92	(0.15)	(0.20)
Adjusted EBITDAX ⁽¹⁾	61,041	53,144	62,103	60,654	60,928	52,003	56,015	55,208
Weighted average shares outstanding – basic	34,111	34,111	34,111	34,111	34,111	34,113	34,157	34,118
Weighted average shares outstanding – diluted	34,111	34,111	34,111	34,111	34,111	34,113	34,157	34,118
Net cash capital expenditures ⁽¹⁾	35,878	72,246	43,830	51,985	47,123	50,382	45,742	42,686
Operations								
Production								
Natural gas and LNG (Mcfpd)	154,043	168,127	181,028	187,687	188,384	177,985	186,695	190,559
Colombia oil (bopd)	1,405	627	531	527	565	546	544	571
Total (boepd)	28,430	30,123	32,290	33,455	33,615	31,771	33,298	34,002
Realized contractual sales								
Natural gas and LNG (Mcfpd)	150,421	164,840	178,188	184,752	185,624	175,580	184,163	187,963
Colombia oil (bopd)	1,389	590	511	523	587	541	558	565
Total (boepd)	27,779	29,509	31,772	32,936	33,153	31,345	32,867	33,541
Operating netbacks ⁽¹⁾								
Natural gas and LNG (\$/Mcf)	4.90	4.39	4.14	3.94	4.01	3.73	3.73	3.66
Colombia oil (\$/bbl)	20.15	13.29	25.99	18.57	25.86	22.81	27.48	27.49
Corporate (\$/boe)	27.51	24.82	23.62	22.36	22.88	21.27	21.31	21.02

⁽¹⁾ Non-IFRS measure – see "Non-IFRS Measures" section within this MD&A.



RISKS AND UNCERTAINTIES

There have been no significant changes in the three months ended March 31, 2024 to the risks and uncertainties as identified in the MD&A for the year ended year ended December 31, 2023. A more comprehensive discussion of risks and uncertainties is contained in the Corporation's Annual Information Form for the year ended December 31, 2023 as filed on SEDAR+ and hereby incorporated by reference.

CRITICAL ACCOUNTING POLICIES AND ESTIMATES

The Corporation's management made judgements, assumptions and estimates in the preparation of the financial statements. Actual results may differ from those estimates, and those differences may be material. The basis of presentation and the Corporation's significant accounting policies can be found in the notes to the financial statements.

CHANGES IN ACCOUNTING POLICIES

The Corporation has not implemented new accounting policies during the three months ended March 31, 2024. Detailed discussions of new accounting policies and impact are provided in the financial statements.

REGULATORY POLICIES

Disclosure Controls and Procedures

Disclosure Controls and Procedures ("DC&P") are designed to provide reasonable assurance that all material information is gathered and reported on a timely basis to senior management so that appropriate decisions can be made regarding public disclosure and that information required to be disclosed by the issuer under securities legislation is recorded, processed, summarized and reported within the time periods specified in securities legislation. The Chief Executive Officer ("CEO") and Chief Financial Officer ("CFO"), along with other members of management, have designed, or caused to be designed under the CEO and CFO's supervision, DC&P and established processes to ensure that they are provided with sufficient knowledge to support the representations made in the interim certificates required to be filed under National Instrument 52-109.

Internal Controls over Financial Reporting

The CEO and CFO, along with participation from other members of management, are responsible for establishing and maintaining adequate Internal Control over Financial Reporting ("ICFR") to provide reasonable assurance regarding the reliability of financial statements prepared in accordance with IFRS Accounting Standards.

During the three months ended March 31, 2024, there has been no change in the Corporation's ICFR that has materially affected, or is reasonably likely to materially affect, the Corporation's ICFR.

Limitations of Controls and Procedures

The Corporation's management, including its CEO and CFO, believe that any DC&P or ICFR, no matter how well conceived and operated, can provide only reasonable, not absolute, assurance that the objectives of the control system are met. Further, the design of a control system must reflect the fact that there are resource constraints, and the benefits of controls must be considered relative to their costs. Because of the inherent limitations in all control systems, they cannot provide absolute assurance that all control issues and instances of fraud, if any, within the Corporation have been prevented or detected. These inherent limitations include the realities that judgements in decision-making can be faulty, and that breakdowns can occur because of simple error or mistake. The design of any system of controls also is based in part upon certain assumptions about the likelihood of future events, and there can be no assurance that any design will succeed in achieving its stated goals under all potential future conditions. Accordingly, because of the inherent limitations in a cost effective control system, misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.