

Extractive Sector Transparency Measures Act - Annual Report



Reporting Entity Name	Tourmaline Oil Corp.					
Reporting Year	From	2017-01-01	To:	2017-12-31	Date submitted	2019-05-16
Reporting Entity ESTMA Identification Number	E852430	<input type="radio"/> Original Submission <input checked="" type="radio"/> Amended Report		Report Version		2
Other Subsidiaries Included (optional field)						
For Consolidated Reports - Subsidiary Reporting Entities Included in Report:	Exshaw Oil Corp. - E440755					
Not Substituted						
Attestation Through Independent Audit	<p><i>In accordance with the requirements of the ESTMA, and in particular section 9 thereof, I attest that I engaged an independent auditor to undertake an audit of the ESTMA report for the entity(ies) and reporting year listed above. Such an audit was conducted in accordance with the Technical Reporting Specifications issued by Natural Resources Canada for independent attestation of ESTMA reports.</i></p> <p><i>The auditor expressed an unmodified opinion, dated 2019-05-15, on the ESTMA Report for the entity(ies) and period listed above. The independent auditor's report can be found at the end of the report.</i></p>					
Full Name of Director or Officer of Reporting Entity	Brian Robinson			Date	2019-05-15	
Position Title	Vice President, Finance and Chief Financial Officer					

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Subsidiary Reporting Entities (if necessary)	Exshaw Oil Corp. - E440755		

Payments by Payee

Country	Payee Name	Taxes	Royalties	Fees	Production Entitlements	Bonuses	Dividends	Infrastructure Improvement Payments	Total Amount paid to Payee	Notes
Canada	Government of Alberta		55,540,000	11,210,000		11,420,000			78,170,000	Royalties paid in-kind totalled \$20,020,000 and are valued at the fair market value of the volumes taken in-kind, based on Tourmaline's realized sales prices.
Canada	Government of British Columbia	1,260,000	27,110,000	5,090,000		520,000			33,980,000	
Canada	Yellowhead	8,540,000		1,840,000					10,380,000	
Canada	Saddle Hills County	3,240,000		710,000				570,000	4,520,000	
Canada	Municipal District Greenview #16	3,210,000		560,000					3,770,000	
Canada	Clearwater County	620,000		160,000					780,000	
Canada	O'Chiese First Nation			310,000					310,000	
Canada	Horse Lake First Nation IRC			110,000					110,000	
Canada	Halfway River First Nation			100,000					100,000	

Additional Notes:

The report has been amended to include land sales paid to the Government of Alberta and British Columbia, and to record a penalty that was paid on behalf of another reporting entity but was not originally reported.

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Payments by Project

Country	Project Name	Taxes	Royalties	Fees	Production Entitlements	Bonuses	Dividends	Infrastructure Improvement Payments	Total Amount paid by Project	Notes
Canada	Deep Basin	12,410,000.00	34,540,000	13,520,000		9,540,000			70,010,000	
Canada	NE British Columbia	1,220,000.00	27,110,000	5,180,000		520,000			34,030,000	
Canada	Peace River Arch	3,240,000.00	21,000,000	1,390,000		1,880,000		570,000	28,080,000	Royalties paid in-kind totalled \$20,020,000 and are valued at the fair market value of the volumes taken in-kind, based on Tourmaline's realized sales prices.

Additional Notes:

The report has been amended to include land sales paid to the Government of Alberta and British Columbia, and to record a penalty that was paid on behalf of another reporting entity but was not originally reported.



BASIS OF PREPARATION

The Schedule of Payments by Payee and the Schedule of Payments by Project (collectively, the “Schedules”) prepared by Tourmaline Oil Corp. (the “Company”) for the year ended December 31, 2017 have been prepared in accordance with the financial reporting provisions in Section 9 of the Extractive Sector Transparency Measures Act, Section 2.3 of the Extractive Sector Transparency Measures Act – Technical Reporting Specifications, and Sections 3.1 to 3.6 of the Extractive Sector Transparency Measures Act – Guidance (collectively the “financial reporting framework”).

The Schedules are prepared to provide information to the Directors of the Company and the Minister of Natural Resources Canada to assist in meeting the requirements of the Extractive Sector Transparency Measures Act. As a result, the Schedules may not be suitable for another purpose.

SIGNIFICANT ACCOUNTING POLICIES

Cash basis

The Schedules have been prepared using the cash basis of accounting, as required by the financial reporting framework, and therefore exclude any accruals related to payments due to governments.

The Schedules include all cash payments made, excluding cash inflows from a government. Where the Company makes a payment to a government that is net of credits from that government, the net payment amount has been presented.

Projects

The Company has aligned its projects with its cash generating units as determined for financial statement reporting purposes.

Operator

The Company has reported all payments made by it, on its own behalf and in its role as operator, directly to the government on a ‘gross’ basis. Amounts paid by third party operators, who are subject to the financial reporting framework, have not been included in the Schedules.

Take in-kind payments

The Company has valued in-kind payments based on the cost to the Company, consistent with calculations made by the Company for financial reporting purposes.

Excluded payments

Certain payments related to the operation of the Company’s head office, payments made to governments for commercial services, or payments made to governments which are not related to the commercial extraction of oil and natural gas resources have been excluded from the Schedules, as described in the financial reporting framework.



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INDEPENDENT AUDITORS REPORT

To the Audit Committee of Tourmaline Oil Corp. and the Minister of Natural Resources Canada

We have audited the accompanying amended consolidated Schedule of Payments by Payee totaling \$132,120,000 and the amended consolidated Schedule of Payments by Project totaling \$132,120,000 of Tourmaline Oil Corp. for the year ended December 31, 2017 and notes, comprising a summary of significant accounting policies (together “the schedules”). The schedules have been prepared by management in accordance with the financial reporting provisions in Sections 2, 3, 4 and 9 of the Extractive Sector Transparency Measures Act, Section 2.3 of the Extractive Sector Transparency Measures Act – Technical Reporting Specifications and Sections 3.1 to 3.6 of the Extractive Sector Transparency Measures Act – Guidance (collectively, the “financial reporting framework”).

Management’s Responsibility for the Schedules

Management is responsible for the preparation of the schedules in accordance with the financial reporting framework referred to above, and for such internal control as management determines is necessary to enable the preparation of the schedules that are free from material misstatement, whether due to fraud or error.

Auditors’ Responsibility

Our responsibility is to express an opinion on these schedules based on our audit. We conducted our audit in accordance with Canadian generally accepted auditing standards. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the schedules are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the schedules. The procedures selected depend on our judgment, including the assessment of the risks of material misstatement of the schedules, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the entity’s preparation of the schedules in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity’s internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the schedules.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.



Opinion

In our opinion, the amended consolidated Schedule of Payments by Payee amounting to \$132,120,000 and the amended consolidated Schedule of Payments by Project amounting to \$132,120,000 of Tourmaline Oil Corp. for the year ended December 31, 2017 are prepared, in all material respects, in accordance with the financial reporting framework referred to above.

Basis of Accounting

Without modifying our opinion, we draw attention to Note 1 to the schedules, which describes the basis of accounting. The schedules are prepared to provide information to the Audit Committee of Tourmaline Oil Corp. and the Minister of Natural Resources Canada to assist in meeting the requirements of the Extractive Sector Transparency Measures Act. As a result, the schedules may not be suitable for another purpose.

Restriction on Use

Our report is intended solely for the Audit Committee of Tourmaline Oil Corp. and the Minister of Natural Resources Canada and should not be used by parties other than the Audit Committee of Tourmaline Oil Corp. and the Minister of Natural Resources Canada.

Other matter

The accompanying amended consolidated Schedule of Payments by Payee totaling \$132,120,000 and the amended consolidated Schedule of Payments by Project totaling \$132,120,000 of Tourmaline Oil Corp. have been restated to include the payments as described in the additional notes to the schedules.

KPMG LLP

Chartered Professional Accountants

May 15, 2019
Calgary, Canada