



SINOPEC

**SINOPEC DAYLIGHT ENERGY LTD.
ANNUAL REPORT 2019**



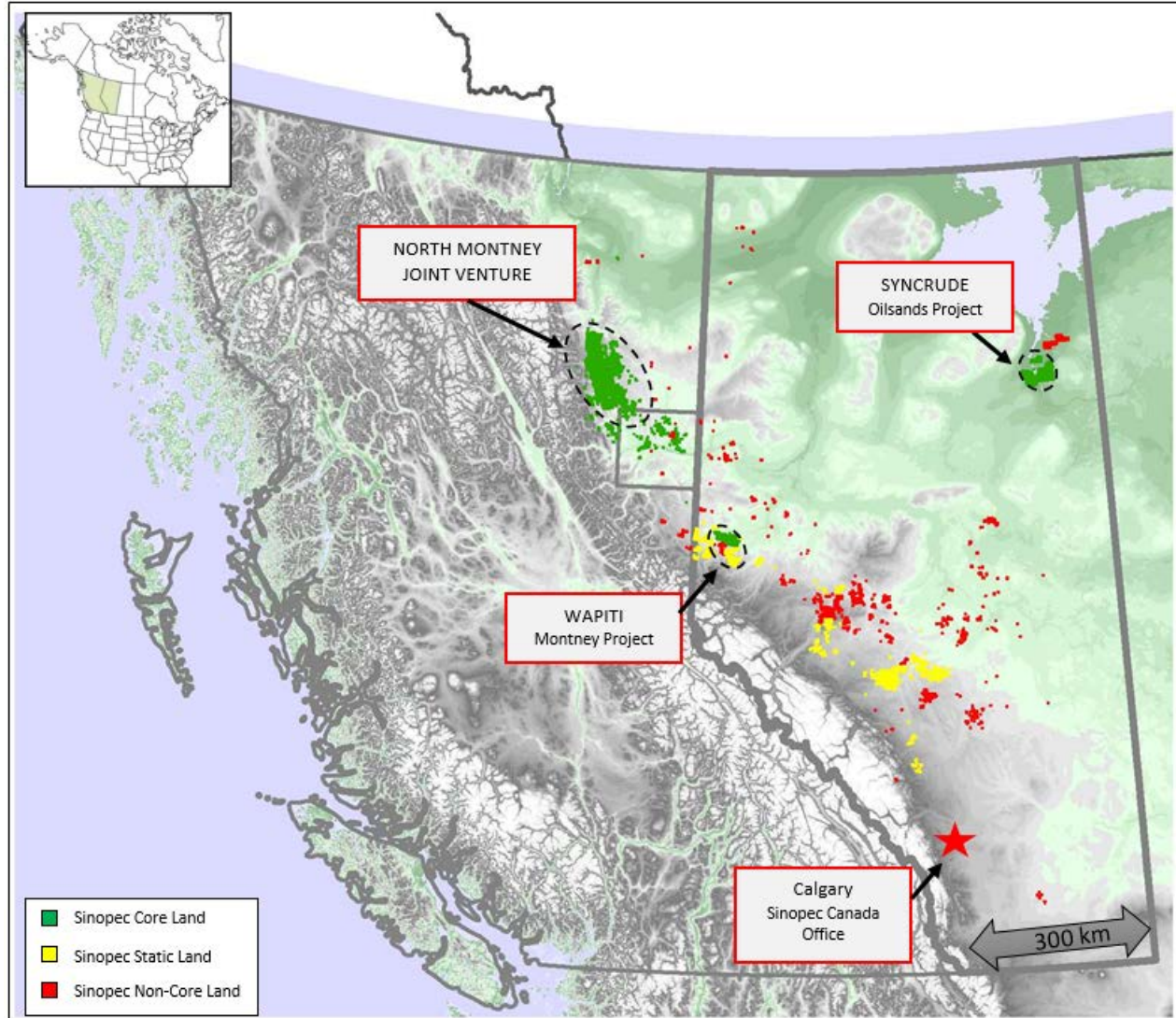


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Vision and Long-Term Priorities

Sinopec Daylight Energy Ltd. ("Sinopec Daylight" or the "Company") maintains the following top priorities in achieving long-term success:

- Short-term evaluation and long-term development of our Wapiti Montney assets;
- Optimization of our producing assets;
- Rationalization of non-core assets;
- Active stewardship of our non-operated Syncrude and North Montney Joint Venture projects; and
- Pursuit of technical excellence.

Governance Standards

Sinopec Daylight's Board of Directors and Management team are committed to the highest standards of corporate governance. We employ a variety of policies, programs and practices to manage corporate governance, which are regularly reviewed to ensure their appropriateness for a corporation of Sinopec Daylight's size and structure.

Governance Policies

Sinopec Daylight has several key governance policies which facilitate and ensure an ethical and honest business environment, and compliance with applicable laws, rules and regulations. Compliance with Sinopec Daylight's Code of Business Conduct and Ethics (the "Code") is certified by each employee, officer and consultant at the commencement of their employment and annually thereafter. The Board has also adopted a Whistleblower Policy and Procedure (the "Whistleblower Policy") which provides an opportunity for employees, service providers and third parties to report any perceived violations or concerns on a confidential and (if the employee desires) anonymous basis directly to the Chair of the Corporate Governance Committee, an "independent" director within the meaning of National Instrument 58-101 – *Disclosure of Corporate Governance Practices* ("NI 58-101"). Copies of the Code, the Whistleblower Policy and Sinopec Daylight's other corporate governance policies are available on our website under "Responsibility – Corporate Governance" at www.sinopeccanada.com.

Written Position Descriptions

Sinopec Daylight has developed written position descriptions and terms of reference for the Board Chair, the Chair of each Committee of the Board, and the Chief Executive Officer. The full text of these documents is available on our website under "Responsibility – Corporate Governance" at www.sinopeccanada.com.

The Board of Directors

The Board is responsible for the effective stewardship of Sinopec Daylight and oversees its business and affairs through review and approval of Sinopec Daylight's strategic, operating, capital and financial plans. The full mandate of the Board is available on our website under "Responsibility – Corporate Governance" at www.sinopeccanada.com.

Composition of the Board and Independence

Our articles require us to have between one and eleven directors on our Board. Subject to our articles, the Board is entitled to determine the number of directors from time to time. Sinopec Daylight is also subject to certain legislative and regulatory requirements to have a certain percentage of "Canadian" directors as well as a certain number of directors who are "independent" within the meaning of NI 58-101.

For a director to be considered independent, the Board must determine that the director does not have any material relationship with Sinopec Daylight, either directly or indirectly, which could, in the view of the Board, be reasonably expected to interfere with the exercise of a director's independent judgment.

The Board has determined that Messrs. Balloch and Laffin are "independent" for the purposes of Sinopec Daylight's Corporate Governance practices and applicable regulatory standards. In determining that Messrs. Balloch and Laffin are independent and do not have any material relationship with Sinopec Daylight, either directly or indirectly, which could, in the view of the Board, be reasonably expected to interfere with the exercise of a director's independent judgment, the Board has affirmatively determined that Messrs. Balloch and Laffin:

- are not and have not been within the past three years an employee or executive officer (and no immediate family member of the director is or has been within the past three years an executive officer) of Sinopec Daylight;
- have not received (and no immediate family member of the director has received) more than Cdn. \$75,000 per year in direct compensation from Sinopec Daylight, other than director and committee fees and other forms of deferred compensation for prior service (provided such compensation is not contingent in any way on continued service) during any 12-month period within the past three years;
- are not a current partner or employee of PricewaterhouseCoopers LLP, our external auditors, nor within the past three years have been a partner or employee of PricewaterhouseCoopers LLP who personally worked on Sinopec Daylight's audit during that time (and no immediate family member of the director is a current partner of PricewaterhouseCoopers LLP or is a current employee of PricewaterhouseCoopers LLP who participates in that firm's audit, assurance, or tax compliance practice or within the past three years was a partner or employee of PricewaterhouseCoopers LLP who personally worked on Sinopec Daylight's audit during that time);
- are not and have not been within the past three years (and no immediate family member of the director is or has been within the past three years) employed as an executive officer of another company where any of Sinopec Daylight's present executive officers at the same time serve or have served on that other company's compensation committee; and
- are not and have not been an executive officer or an employee (and no immediate family member of the director is or has been an executive officer) of an entity that has made payments to, or received payments from, Sinopec Daylight for property or services in an amount which, in any of the last three fiscal years, exceeds the greater of US \$1,000,000 or 2% of such other entity's consolidated gross revenues.

2019 Board Meetings

There were four meetings of the Board in 2019, three of which were held in Canada and one of which was held in China.

Members	2019 Meeting Attendance
Xue Weisong (Chairman)	4/4
Michael Laffin ⁽¹⁾	4/4
Howard Balloch ⁽¹⁾	4/4
Chen Guangjun	4/4
Gong Jiuhe	4/4
Tan Xiaoping	1/4
Ding Yanxia ⁽²⁾	1/1
Li Ning ⁽³⁾	2/3

(1) Independent Director.

(2) Appointed to the Board effective September 17, 2019.

(3) Ceased to be a member of the Board effective September 17, 2019.

Committees of the Board

The Board fulfills its mandate, in part, through four standing subcommittees, each with a clearly defined charter. These are the Audit and Risk Committee, the Corporate Governance Committee, the Environment, Health & Safety and Reserves Committee, and the Human Resources & Compensation Committee. The full text of the Sinopec Daylight's current committee charters and terms of reference for each of the Committee Chairs are available on our website under "Responsibility – Corporate Governance" at www.sinopeccanada.com.

Audit and Risk Committee

Sinopec Daylight's Audit and Risk Committee assists the Board in fulfilling its oversight and supervision of the accounting and financial reporting practices and procedures of Sinopec Daylight, the adequacy of Sinopec Daylight's internal accounting controls and procedures, the application of accounting and reporting policies and all changes in accounting principles and policies, and the quality and integrity of Sinopec Daylight's financial statements. In addition, the Audit and Risk Committee is responsible for meeting with and directing Sinopec Daylight's independent auditor's examination of specific areas, as well as overseeing Sinopec Daylight's compliance with governmental and legal requirements as they relate to the Audit and Risk Committee or financial related matters. The Audit and Risk Committee annually appoints Sinopec Daylight's external auditor and actively monitors the relationship among the external auditors, Management and the Audit and the Risk Committee. This process includes the monitoring of financial risk management, debt covenant compliance, and insurance programs relating to property and to directors' and officers' liability. The Committee is also primarily responsible, on behalf of the Board, for the implementation and effective management of the Company's Enterprise Risk Management system.

There were four meetings of the Audit and Risk Committee in 2019.

Members	2019 Meeting Attendance
Xue Weisong (Chair)	4/4
Michael Laffin ⁽¹⁾	4/4
Howard Balloch ⁽¹⁾	4/4
Tan Xiaoping ⁽²⁾	0/1

(1) Independent Director

(2) Appointed to the Committee effective December 4, 2019.

The Audit and Risk Committee Mandate and Terms of Reference and the Terms of Reference for the Audit and Risk Committee Chair are available on our website under "Responsibility – Corporate Governance" at www.sinopeccanada.com.

Corporate Governance Committee

Sinopec Daylight's Corporate Governance Committee assists the Board in reviewing, formulating and making recommendations in respect of the Board and Sinopec Daylight's corporate governance practices, which include: (i) reviewing, on an at least annual basis, the mandates of the Board and its committees and recommending to the Board such amendments to those mandates as the committee believes are necessary or desirable; (ii) establishing a forum to consider concerns of individual directors in respect of matters that are not readily or easily discussed in a full Board meeting, including the performance of management or individual members of management or the performance of the Board or individual members of the Board; and (iii) establishing, reviewing and updating, periodically, the Code of Business Conduct and Ethics and ensure that management has established a system to monitor compliance with this Code. In addition, the Corporate Governance Committee regularly assesses the composition and needs of the Board based on a variety of criteria, and is responsible for monitoring Sinopec Daylight's compliance with the undertakings pursuant to the *Investment Canada Act*.

There were four meetings of the Corporate Governance Committee in 2019.

Members	2019 Meeting Attendance
Michael Laffin (Chair) ⁽¹⁾	4/4
Howard Balloch ⁽¹⁾	4/4
Chen Guangjun	4/4
Tan Xiaoping ⁽²⁾	0/1

(1) Independent Director.

(2) Appointed to the Committee effective December 4, 2019.

The Corporate Governance Committee Mandate and Terms of Reference and the Terms of Reference for the Corporate Governance Committee Chair are available on our website under "Responsibility – Corporate Governance" at www.sinopeccanada.com.

Environment, Health & Safety and Reserves Committee

Sinopec Daylight's Environment, Health & Safety and Reserves Committee assists the Board in meeting their responsibilities in respect of their legal, regulatory, industry and community obligations pertaining to the areas of health, safety and the environment. This includes: (i) reviewing and making recommendations to our Board on fundamental policies pertaining to environment, health and safety having the potential of impacting Sinopec Daylight's activities and strategies; (ii) reviewing emergency response plans; and (iii) reviewing our performance with respect to applicable laws and the practices of Sinopec Daylight.

Additionally, the Committee is responsible for proper reporting and compliance with respect to Sinopec Daylight's reserves under National Instrument 51-101 – *Standards of Disclosure for Oil and Gas Activities* ("NI 51-101"). This includes: (i) reviewing management's recommendations for the appointment of the independent reserves evaluator; (ii) reviewing the terms of the independent reserves evaluator's engagement and the appropriateness and reasonableness of the proposed fees; (iii) reviewing the scope and methodology of the independent engineers' evaluation; (iv) reviewing any significant new discoveries, additions, revisions and acquisitions; (v) reviewing assumptions and consistency with prior years; and (vi) reviewing any problems experienced by the independent reserves evaluator in preparing the reserve report, including any restrictions imposed by management or significant issues on which there was a disagreement with management.

There were four meetings of the Environment, Health & Safety and Reserves Committee in 2019.

Members	2019 Meeting Attendance
Gong Jiuhé (Chair)	4/4
Howard Balloch ⁽¹⁾	4/4
Michael Laffin ⁽¹⁾	4/4
Tan Xiaoping ⁽²⁾	0/1

(1) Independent Director.

(2) Appointed to the Committee effective December 4, 2019.

The Environment, Health & Safety and Reserves Committee Mandate and Terms of Reference and the Terms of Reference for The Environment, Health & Safety and Reserves Committee Chair are available on our website under "Responsibility – Corporate Governance" at www.sinopeccanada.com.

Human Resources & Compensation Committee

Sinopec Daylight's Human Resources & Compensation Committee assists the Board in fulfilling its responsibilities with matters relating to the Company's human resource policies and the compensation of its directors, officers and employees. This includes (i) reviewing the establishment of performance objectives and individual key performance indicators for executive officers; (ii) administering the long term incentive plan approved by the

Board and any other incentive plans implemented by Sinopec Daylight, in accordance with their terms; (iii) reviewing and recommending to the Board succession planning for senior management and managers in other key positions; and (iv) reviewing key human resources policies and procedures and any significant changes thereof.

There was one meeting of the Human Resources & Compensation Committee in 2019.

Members	2019 Meeting Attendance
Howard Balloch (Chair) ⁽¹⁾	1/1
Xue Weisong	1/1
Michael Laffin ⁽¹⁾	1/1
Tan Xiaoping ⁽²⁾	N/A

(1) Independent Director.

(2) Appointed to the Committee effective December 4, 2019.

The Human Resources & Compensation Committee Mandate and Terms of Reference and the Terms of Reference for the Human Resources & Compensation Committee Chair are available on our website under "Responsibility – Corporate Governance" at www.sinopeccanada.com.

Orientation and Continuing Education

Upon joining the Board, new directors are provided with an information binder that includes a copy of Board and Committee mandates, corporate policies, governance documents and organizational structure charts, as well as agendas and minutes for Board and Committee meetings held during the preceding twelve-month period. This information binder also includes legal information with respect to the statutory and legal framework of a director's fiduciary duty, the regulatory framework applicable to Sinopec Daylight and the Board, and highlights the legal and other resources available to the Board. In addition, new directors receive presentations with respect to Sinopec Daylight's operations, internal controls over financial reporting and disclosure controls and procedures.

As part of continuing education, the Board receives regular presentations from senior management with respect to the operations and risks of Sinopec Daylight's business, commentary on commodity outlooks and trends, and updates regarding legislative, governance and regulatory matters which affect Sinopec Daylight. Individual directors identify their continuing educational needs through a variety of means, including discussions with management and at Board and Committee meetings.

Sinopec Daylight adheres to a strong set of corporate principles focused on accountability, cooperation and integrity, and is committed to operate in ways that are safe, environmentally responsible and with the utmost regard for our stakeholders. We strive to ensure that all regulatory requirements are met or exceeded and that effective response measures and capabilities are in place to respond to all unforeseen events.

Health and Safety

The health and safety of employees, contractors, visitors and the public is of paramount concern to Sinopec Daylight, and we believe that management, employees and contractors all share accountability for providing the leadership and direction needed to effectively manage health and safety programs. We are committed to an integrated Health and Safety management system where effective policies are implemented, communicated and monitored, and where each employee, contractor and subcontractor understands our expectations and is trained and competent in the skills necessary to carry out their job functions. This is critical to ensuring the health and well-being of not only our employees, contractors and sub-contractors, but also the public.

We continually communicate learnings from near miss, hazard identification and recordable incident summaries with corrective action recommendations to representatives across the organization to help identify potentially unsafe conditions for the ultimate purpose of preventing future incidents before they can occur. Our model of establishing long-term relationships with contractors and vendors has helped to create a culture of shared safety values where compliance with our rules of work can be successfully monitored and enforced. Additionally, we carry out regular inspections of our operating facilities and lease sites to ensure the integrity of our systems and operations.

Sinopec Daylight is committed to responding efficiently and effectively to any alert or emergency and has developed emergency response plans (ERP) which acts as a guide for effective management of our emergency response operations. We perform regular emergency response training exercises, tailored to the demands of our specific operating areas, to ensure that our personnel are prepared in the unlikely event that an emergency event should occur. We are also committed to communicating openly with members of the public regarding our activities and our emergency response plans incorporate feedback we have received from the communities in which we operate.

Several specific health and safety initiatives were carried out in 2019. Sinopec Daylight fulfilled its mandated emergency response requirements by carrying out three area tabletop exercises and two full development exercises. 2019 was also another successful health and safety year for all departments: 161 spot checks; 1,543 task observations; and 3,229 hazard identifications were completed, enhancing Sinopec Daylight's safety performance.

Environment

We endeavour to minimize our environmental footprint and focus on maintaining the quality of the environment for future generations. While we understand our operations may have an effect on the environment, we are proactive and strategic in our approach to environmental management.

Sinopec Daylight is a leading contributor and is on the Board of Directors for the Pembina Sentinel Air Monitoring Society (PSAMS). PSAMS is a non-profit organization sponsored by area oil and gas operators whose membership also includes area residents and government agencies. The information gathered through the PSAMS network of monitors and area infrastructure in the Pembina area is made available to the public at www.pembinaairmonitoring.com.

Through our Future Emissions Management Program, Sinopec Daylight manages fugitive emissions with specialized infrared optical thermal imaging. Together with a unique online data management system, the technology is designed to locate hydrocarbon gas leaks and venting, which provides for safe, accurate detection and measurement of emissions which facilitates compliance with internal company and regulatory requirements.

Corporate Responsibility

Sinopec Daylight uses the Stream Crossing & Aquatic Resource Inventory (SCARI) to inspect all of our roadway water crossings. SCARI enables us to identify fluvial (fish bearing) streams, as well as crossings or barriers that affect fish passage. The SCARI program also allows collaboration with other water crossing owners to share information of past remediation projects, satisfy applicable regulatory obligations and optimize the amount of amount of fish habit being restored.

We also manage our environmental responsibilities through the proactive abandonment and reclamation of our facilities, wells and leases. At the end of 2019, Sinopec Daylight had 299 former facilities or well sites under active surface remediation. During 2019, we received 8 reclamation certificates.

Community Investment

The Company is committed to making a positive impact in the areas where we live and work. We believe that our operations should benefit the communities in which we operate and we actively seek out opportunities for charitable giving and partnerships that respond to the needs of those communities.

In addition to corporate opportunities, we celebrate the awareness of our dedicated and generous employees who give back their time and money in a meaningful way and help promote the importance of volunteerism and fundraising. This is accomplished through the *Sinopec Canada Shines Community Investment Program*, which is made up of two principal components:

i) The Two Hands Program

For every one hour (to a maximum of 250 hours per year) that an employee actively volunteers their personal time for approved charities or established not-for-profit community organizations, Sinopec Daylight will give \$5.00 in a charitable giving account for that employee to gift to the registered charity of their choice.

ii) The Two Times Program

The Company will support employees by matching their donations dollar-for-dollar to approved charities or established not-for-profit organizations of their choice. In this way, the Company "magnifies" the impact our employees have and, as a result, helps employees participate in building and maintaining a healthy, caring society. It has been an honor to support dozens of charities, organizations and fundraising efforts and to continue the spirit of giving and to allow employees to have more ownership in where they give, we ask employees to nominate the charity of choice every year.

In 2019, Sinopec Daylight contributed approximately \$300,000 to not-for-profit organizations throughout Calgary and our field communities. Examples of areas we have contributed have included education, poverty alleviation, science, culture, and health and wellness. The following is a sample of our partnerships and major donations:

Calgary Dragon Boat Festival

Drawing approximately 1,850 competitors and more than 4,000 spectators each year, the Calgary Dragon Boat Society (CDBS) organizes this two-day Race and Festival to showcase culture, promote outdoor activity and support the integration of Chinese and Canadian cultures. The Company, as well as participating friends and family, has been proud to be the title sponsor for the past four years.

Women's Emergency Shelter – 2019 Charity of Choice

Every year, the Company's employees nominate a charity to be the Charity of Choice, and this last year's selection was The Calgary Women's Emergency Shelter. They will receive the proceeds of our staff's fundraising efforts in 2019.

The Calgary Women's Emergency Shelter is focused on ending family violence and abuse in the lives of women, men, and children. Taking a Stand Against Family Violence in the community since 1974, the agency has helped more than 200,000 Calgarians build safe lives and healthy relationships. We are on the front lines to provide hope and support to some of the most vulnerable members of our community.

Calgary Zoo

Sinopec Daylight has an ongoing partnership with the Calgary Zoo as the official sponsor of the Bamboo Grove. The Bamboo Grove is an area of the Calgary Zoo's Panda Passage that's provides visitors an interactive and educational opportunity to learn about bamboo, with samples of sustainably harvested bamboo and bamboo products. Bamboo is a universal symbol for resilience, growth and community strength and holds significant meaning within the Chinese culture.

Community Investment

Feed the Hungry

Feed the Hungry offers a family-style, sit down weekly Sunday dinner program that serves a full course meal including dessert to homeless and underprivileged individuals and families within our community. The Sunday Dinner Program serves an average of 500 dinner guests 48 Sundays a year at St. Mary's Cathedral Hall.

Ronald McDonald House

Ronald McDonald House has been a valuable support system for families who need a home to stay near their children in nearby hospitals. They offer a comfortable place to families to rest when they most need it. The Company was the "Giving Team Sponsor" for Ronald McDonald House during 2019.

Make-A-Wish

Make-A-Wish will grant wishes to children with life threatening medical conditions to enrich the human experience with hope, strength and joy. A wish-come-true has an enormous impact on a child, their family and community, each experience is tailored to each individual child, includes their immediate family and is free from financial obligations. For many, a wish is a significant turning point that provides a much-needed reprieve from hospital rooms and doctor's visits. It's uplifting and empowering. For several children, a wish is the very best kind of medicine. In 2019, Sinopec Canada proudly sponsored Jemma's wish to go to Disney World.

Alberta Conservation Association

Sinopec Daylight is also proud to be involved in the Alberta Conservation Association's Beaverlodge River Riparian Conservation project. This support is in collaboration with private landowners, watershed groups, government and industry. The partnership increases public interest and awareness of riparian conservation through opportunities like community outreach and public presentations.

Warburg and District Memorial Arena

The Warburg Hockey and Skating Arena Club, along with the Village of Warburg and the County of Leduc, have embarked on an exciting journey to renovate their existing facility in the Village of Warburg. The community has demonstrated the need to upgrade this facility to better accommodate its growing future.

Grovedale Community and Agricultural Society

The Grovedale Community and Agricultural Society built an indoor playground located in the Grovedale Community Hall. The indoor playground will be fully equipped with toys and crafts supplies focusing on younger children. It will be a great place for the young parents in the community to socialize while their children utilize the playroom. The Grovedale Community and Agricultural Society also received a donation for the Grovedale Arena. The Arena is located next door to the Grovedale Hall which is across the playground from Penson Elementary School.

SINOPEC CANADA ENERGY LTD.

Management Responsibility Statement



The consolidated financial statements of Sinopec Canada Energy Ltd. and all information in this report are the responsibility of management and have been approved by the Board of Directors. The consolidated financial statements have been prepared in accordance with International Financial Reporting Standards. The consolidated financial statements include amounts that are based on estimates, which have been objectively developed by management using all relevant information.

Sinopec Canada Energy Ltd. maintains appropriate systems of internal controls to give reasonable assurance that transactions are appropriately authorized, assets are safeguarded from loss or misuse and financial records are properly maintained to provide reliable information for the preparation of financial statements. Sinopec Canada Energy Ltd. has effective disclosure controls and procedures to ensure timely and accurate disclosure of material information relating to the Company.

PricewaterhouseCoopers LLP, an independent firm of Chartered Professional Accountants, has been engaged to examine the consolidated financial statements and provide their auditor's report. Their report is presented with the consolidated financial statements.

The Board of Directors is responsible for ensuring that management fulfills its responsibilities for financial reporting and internal control. Sinopec Canada Energy Ltd. has a seven member Board of Directors of which two Directors are independent. The Board of Directors carries out this responsibility principally through its Audit Committee. The Audit Committee includes the independent directors and has full access to management and the Company's external auditors to discuss the results of their audit examination and to review issues related thereto. The external auditors have full access to the Audit Committee with and without the presence of management. The Audit Committee reviews the consolidated financial statements and Management's Annual Report and recommends their approval to the Board of Directors.

Signed "*Guangjun Chen*"

Signed "*Yanxia Ding*"

Guangjun Chen
Chief Executive Officer

Yanxia Ding
Executive Vice President and Chief Financial Officer

Calgary, Alberta
March 25, 2020

SINOPEC CANADA ENERGY LTD.

Independent Auditor's Report



TO THE SHAREHOLDER AND DIRECTORS OF SINOPEC CANADA ENERGY LTD.

Our opinion

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the financial position of Sinopec Canada Energy Ltd. and its subsidiaries, (together, the Company) as at December 31, 2019, and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards (IFRS).

What we have audited

The Company's consolidated financial statements comprise:

- the consolidated statement of financial position as at December 31, 2019;
- the consolidated statement of loss and comprehensive loss for the year then ended;
- the consolidated statement of changes in equity for the year then ended;
- the consolidated statement of cash flows for the year then ended; and
- the notes to the consolidated financial statements, which include a summary of significant accounting policies.

Basis for opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the consolidated financial statements* section of our report.

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

Independence

We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in Canada. We have fulfilled our other ethical responsibilities in accordance with these requirements.

Responsibilities of management and those charged with governance for the consolidated financial statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with IFRS, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error. In preparing the consolidated financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's responsibilities for the audit of the consolidated financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit 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 Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Signed "*PricewaterhouseCoopers LLP*"

Chartered Professional Accountants

Calgary, Alberta, Canada
March 25, 2020

SINOPEC CANADA ENERGY LTD.

Consolidated Statements of Financial Position

As at December 31, 2019 and 2018

(in millions of US dollars)



	2019	2018
Assets		
Current assets		
Cash and cash equivalents (note 7)	22	19
Accounts receivable and prepaid expenses (note 23)	87	45
Income taxes receivable	—	18
Inventories (note 8)	29	26
Derivatives (notes 13 and 23)	24	57
	162	165
Investments (note 9)	2	2
Derivatives (notes 13 and 23)	14	72
Property, plant and equipment (note 10)	7,366	7,344
Exploration and evaluation assets (note 11)	40	68
Total assets	7,584	7,651
Liabilities		
Current liabilities		
Accounts payable and accrued liabilities (note 12)	187	130
Employee future benefits (note 16)	17	10
Due to Company shareholder (note 14)	3,053	2,937
Bank debt (notes 13 and 25)	1,000	620
Current portion of lease obligations (note 10)	2	—
Current portion of asset retirement obligations (note 15)	16	16
	4,275	3,713
Long-term bank debt (note 13)	3,290	4,290
Asset retirement obligations (note 15)	716	592
Employee future benefits (note 16)	72	65
Long term lease obligations (note 10)	11	—
Deferred tax liability (note 17)	760	1,010
	9,124	9,670
Shareholder's Equity (Deficit)		
Share capital (note 18)	2,785	2,165
Accumulated other comprehensive loss	(957)	(1,055)
Deficit	(3,853)	(3,599)
Controlling interest	(2,025)	(2,489)
Non-controlling interest	485	470
Total shareholder's deficit	(1,540)	(2,019)
Total liabilities and shareholder's equity	7,584	7,651

Commitments and contingencies (note 24)

Subsequent events (note 25)

See accompanying notes to the consolidated financial statements.

On behalf of the Board of Directors:

Signed "Xue Weisong"

Director

Signed "Chen Guangjun"

Director

SINOPEC CANADA ENERGY LTD.

Consolidated Statements of Loss and Comprehensive Loss

For the years ended December 31, 2019 and 2018

(in millions of US dollars)



	2019	2018
Revenues		
Oil and natural gas (note 19)	743	657
Royalties	(82)	(16)
	661	641
Expenses		
Operating	455	459
Exploration (notes 10 and 11)	33	6
General and administrative	24	29
Finance charges (note 20)	141	146
Foreign exchange loss	2	1
Loss on financial instruments (notes 9,13 and 23)	90	3
Net recovery on cancellation of LNG export facility (note 6)	—	(1)
Loss on divestiture of assets	6	5
Depletion, depreciation, amortization and impairment of PP&E (note 10)	389	348
Impairment of E&E (note 11)	—	77
	1,140	1,073
Loss before income taxes	(479)	(432)
Income taxes (note 17)		
Current tax expense	7	10
Deferred tax benefit	(211)	(60)
	(204)	(50)
Loss for the year	(275)	(382)
Other comprehensive income, net of tax		
<i>Items that will not be reclassified to net earnings:</i>		
Actuarial gain (loss) relating to pension and other post-retirement benefits	1	(4)
<i>Items that may be subsequently reclassified to net earnings:</i>		
Foreign currency translation adjustment	118	(206)
Other comprehensive income (loss)	119	(210)
Comprehensive loss	(156)	(592)
Loss attributable to:		
Owners of the Company	(254)	(364)
Non-controlling interest	(21)	(18)
	(275)	(382)
Other comprehensive income (loss) attributable to:		
Owners of the Company	98	(169)
Non-controlling interest	21	(41)
	119	(210)

See accompanying notes to the consolidated financial statements.

SINOPEC CANADA ENERGY LTD.

Consolidated Statements of Changes in Equity

For the years ended December 31, 2019 and 2018

(in millions of US dollars)



	Share Capital	AOCI ⁽¹⁾	Deficit	Total Controlling Interest	NCI ⁽²⁾	Total Shareholder's Equity (Deficit)
Balance at January 1, 2018	2,165	(886)	(3,235)	(1,956)	525	(1,431)
Non-controlling interest capital contributions (note 9)	—	—	—	—	5	5
Dividend paid	—	—	—	—	(1)	(1)
Loss	—	—	(364)	(364)	(18)	(382)
Other comprehensive loss	—	(169)	—	(169)	(41)	(210)
Balance at December 31, 2018	2,165	(1,055)	(3,599)	(2,489)	470	(2,019)

	Share Capital	AOCI ⁽¹⁾	Deficit	Total Controlling Interest	NCI ⁽²⁾	Total Shareholder's Equity (Deficit)
Balance at January 1, 2019	2,165	(1,055)	(3,599)	(2,489)	470	(2,019)
Capital contributions	620	—	—	620	15	635
Loss	—	—	(254)	(254)	(21)	(275)
Other comprehensive income	—	98	—	98	21	119
Balance at December 31,	2,785	(957)	(3,853)	(2,025)	485	(1,540)

⁽¹⁾ Accumulated Other Comprehensive Income (Loss)

⁽²⁾ Non-Controlling Interest

See accompanying notes to the consolidated financial statements.

SINOPEC CANADA ENERGY LTD.

Consolidated Statements of Cash Flows

For the years ended December 31, 2019 and 2018

(in millions of US dollars)



	2019	2018
Cash provided by (used in):		
Operating activities		
Loss	(275)	(382)
Add or deduct non-cash items:		
Depletion, depreciation, amortization and impairment of PP&E (note 10)	389	348
Impairment of E&E (note 11)	—	77
Asset retirement obligation accretion (notes 15 and 20)	13	13
Non-cash exploration expense	33	6
Interest expense (note 20)	126	131
Loss on divestiture of assets	6	5
Unrealized loss on financial instruments	90	3
Unrealized (gain) loss on foreign exchange	(1)	16
Change in employee future benefits (note 16)	12	8
Deferred tax benefit (note 17)	(211)	(60)
Asset retirement expenditures (note 15)	(14)	(13)
Change in non-cash operating working capital (note 22)	28	(3)
Cash provided by operating activities	196	149
Financing activities		
Funds advanced from Company shareholder	84	159
Funds advanced from related party	—	6
Bank loans repaid (note 13)	(620)	—
Repayment to related party	—	(97)
Interest and financing fees paid	(127)	(130)
Amounts contributed from non-controlling interest, net of dividends	15	4
Shares issued (note 18)	620	—
Capital lease payments	(1)	—
Change in non-cash financing working capital	—	—
Cash used in financing activities	(29)	(58)
Investing activities		
Property, plant and equipment additions (note 10)	(181)	(98)
Proceeds on dispositions of property, plant and equipment	8	3
Change in non-cash investing working capital (note 22)	9	(5)
Cash used in investing activities	(164)	(100)
(Increase) decrease in cash and cash equivalents during the year	3	(9)
Effect of foreign exchange on cash balances	—	1
Cash and cash equivalents, beginning of year	19	27
Cash and cash equivalents, end of year	22	19

See accompanying notes to the consolidated financial statements.

SINOPEC CANADA ENERGY LTD.

Notes to the Consolidated Financial Statements

For the years ended December 31, 2019 and 2018

(all amounts in millions of US dollars, unless otherwise stated)



1. REPORTING ENTITY AND DESCRIPTION OF THE BUSINESS

Sinopec Canada Energy Ltd. ("SCEL" or the "Company") is incorporated under the *Business Corporations Act (Alberta)*. The principal place of business of the Company is 112 – 4th Avenue SW, Calgary, Alberta, Canada T2P 0H3. The registered office of the Company is 3500, 855 2nd Street SW, Calgary, Alberta, Canada T2P 4J8.

SCEL has an indirect interest ("working interest") in the Syncrude Joint Venture ("Syncrude") through the purchase of Sinopec Oil Sands Partnership ("SOP"). SOP holds a 9.03% working interest in Syncrude. Syncrude is involved in the mining of bitumen from its oil sands leases located in Northern Alberta and the upgrading of the bitumen to synthetic crude oil and is a joint operation controlled by four owners.

SCEL has a 100% interest in an upstream oil and gas development and exploration company, Sinopec Daylight Energy Ltd. ("SDEL").

SCEL, through its subsidiaries, acquired a 15% interest in certain Petroliam Nasional Berhad natural gas assets ("NMJV"). These assets include natural gas producing properties and reserves in northeast British Columbia. In addition to this purchase, SCEL, through its subsidiaries, also invested in the proposed Pacific Northwest Liquefied Natural Gas ("LNG") export facility on Canada's West Coast. These acquisitions were completed with China Huadian Corporation ("Huadian"), whereby SCEL owns two-thirds and Huadian owns one-third of the interest in the natural gas assets and LNG investment. On July 25, 2017, a decision was made by the investors to not proceed with the proposed LNG export facility.

SCEL is an indirect subsidiary of China Petrochemical Corporation ("CPC") and also owned by China Chentong Holdings Group Ltd. ("CCHG") and China Reform Holdings Co. Ltd. ("CRHC"), all of which are state owned enterprises ("SOE") of the Government of the People's Republic of China ("PRC"). SCEL's immediate operating parent company is Sinopec International Petroleum Exploration and Production Corporation ("SIPC") and SCEL's immediate parent company is TipTop Luxembourg S.A.R.L ("TipTop"). Sinopec Century Bright Investment Limited ("Century Bright") performs certain banking and finance functions for CPC's consolidated group. SIPC, Century Bright and TipTop are direct or indirect subsidiaries of CPC. SIPC, CPC, CCHG and CRHC have committed to supporting the financial obligations and commitments of the Company and continue to provide financial support to the Company by providing operating and capital funding.

The consolidated financial statements of SCEL as at and for the year ended December 31, 2019, comprise the results of the Company and its subsidiaries and partnership interests as follows:

- Sinopec Oil Sands Partnership (100%)
- 1527203 Alberta Ltd. (100%)
- Sinopec Daylight Energy Ltd. (100%)
- Daylight Energy Trust (100%)
- Sinopec Huadian Canada LNG Ltd. ("SHCLL") (66.67%)⁽¹⁾
- Sinopec Huadian Montney Limited Partnership ("SHMLP")(66.67%)⁽¹⁾

⁽¹⁾ Huadian owns the remaining 33.33% of these interests; representing the non-controlling interest.

SINOPEC CANADA ENERGY LTD.

Notes to the Consolidated Financial Statements

For the years ended December 31, 2019 and 2018

(all amounts in millions of US dollars, unless otherwise stated)



2. BASIS OF PRESENTATION AND STATEMENT OF COMPLIANCE

Statement of Compliance

These consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS").

These consolidated financial statements were authorized for issue by the Company's Board of Directors on March 24, 2020.

Basis of Measurement

The consolidated financial statements have been prepared on a historical cost basis except for assets stated at fair value relating to investments and derivative assets.

Certain prior period balances have been reclassified to conform to the current period's presentation.

Functional and Presentation Currency

The consolidated financial statements are presented in United States ("US") dollars which is the functional currency of the Company, its subsidiaries and partnerships, other than SDEL, Daylight Energy Trust, SHCLL and SHMLP which maintain a Canadian dollar functional currency. All financial information presented has been rounded to the nearest million dollars. In cases where Canadian dollars are referred to, the amounts will be identified as "CAD".

Use of Estimates and Judgments

The timely preparation of financial statements requires that management make estimates and assumptions and use judgment. Accordingly, actual results may differ from estimated amounts as future confirming events occur. Significant estimates and judgment used in the preparation of the financial statements are described in note 4.

3. SIGNIFICANT ACCOUNTING POLICIES

The accounting policies set out below have been applied consistently to all the periods presented in these consolidated financial statements and have been applied consistently by the Company's subsidiaries and partnerships, except for items noted in note 5.

Basis of Consolidation

These financial statements consolidate the financial results of SCEL and its subsidiaries. Subsidiaries are all entities (including structured entities) over which the Company has control. Control exists when the Company is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Company. They are deconsolidated from the date that control ceases.

Many of the Company's oil and natural gas activities, including the activities of Syncrude, SDEL and SHMLP, involve jointly owned assets. These consolidated financial statements reflect only the Company's proportionate interest in such assets and activities which include a proportionate share of assets, liabilities, income and expenses, on a line-by-line basis.

All intercompany balances and transactions have been eliminated in preparing these consolidated financial statements.

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Notes to the Consolidated Financial Statements

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(all amounts in millions of US dollars, unless otherwise stated)



Segmented Information

Operating segments have been determined based on the nature of the Company's activities and are consistent with the level of information regularly provided to and reviewed by the Company's chief operating decision makers.

Foreign Currency Translation

Functional currencies of the Company's individual entities represent the currency of the primary economic environment in which the entity operates. Transactions in foreign currencies are translated to the appropriate functional currency at foreign exchange rates that approximate those on the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated to the appropriate functional currency at foreign exchange rates at the reporting date. Foreign exchange differences arising on translation are recognized in net earnings. Non-monetary assets that are measured in a foreign currency at historical cost are translated using the exchange rate at the date of the transaction.

In preparing the Company's consolidated financial statements, the financial statements of each entity are translated into US dollars. The assets and liabilities of entities with a functional currency other than US dollars are translated into US dollars at exchange rates at the reporting date. Revenues and expenses of entities with a functional currency other than the US dollar are translated into US dollars using a foreign exchange rate that approximates those on the date of the underlying transaction. Foreign exchange differences are recognized in other comprehensive income.

Cash and Cash Equivalents

The Company considers cash on hand and term investments held with banks, with an original maturity of three months or less, to be cash and cash equivalents.

Inventories

Inventories of crude oil and refined products are valued at the lower of cost and net realizable value. Cost is determined on a weighted average basis and includes direct and indirect expenditures incurred in bringing an item or product to its existing condition and location.

Investments

Investments in which the Company does not exercise significant influence are initially recorded at their fair value with changes in their fair value recognized in net earnings.

Investments in which the Company does have significant influence are classified as equity investments and are accounted for using the equity method, where the Company's share of earnings or losses are recognized in earnings or loss and its share of other comprehensive income or loss is recognized in other comprehensive income. When the Company's cumulative share of losses equals or exceeds the Company's carrying amount of the investment, the Company does not recognize further losses unless the Company has incurred obligations or made payments on behalf of the investment. After application of the equity method, the Company determines whether it is necessary to recognize an impairment loss. Any loss is recognized in earnings or loss.

Business Combinations and Goodwill

Business combinations are accounted for using the acquisition method. The identifiable assets acquired and liabilities and contingent liabilities assumed are measured at their recognized amounts at the acquisition date

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which is at fair value with limited exceptions. The cost of an acquisition is measured as the aggregate consideration transferred, measured at the acquisition date fair value. Acquisition costs incurred are expensed.

Goodwill is measured as the excess of the cost of the acquisition over the recognized amounts of the identifiable assets, liabilities and contingent liabilities of the acquired company. The Company's assets are aggregated into cash-generating units ("CGU" or "CGUs") for the purpose of calculating impairment. Cash-generating units are based on an assessment of the unit's ability to generate independent cash inflows. At the acquisition date, any goodwill is allocated to a CGU or a group of CGUs expected to benefit from the combination's synergies. Goodwill is stated at cost less any accumulated impairment losses and is not amortized. Goodwill is tested for impairment on an annual basis.

Exploration and Evaluation Assets

Costs incurred prior to receiving the legal right to explore an area are expensed when incurred.

The costs to acquire exploratory non-producing oil and gas properties or licenses to explore, drill exploratory wells and the costs to evaluate the commercial potential of underlying resources, including related borrowing costs, are initially capitalized as exploration and evaluation assets ("E&E"). Management deems exploration and evaluation assets to be costs associated with licenses to which proved and probable reserves have not been assigned and to which a new reservoir or formation is being sought and is subject to significant exploration risk. Certain exploration costs, including geological, geophysical, seismic and sampling on oil sands properties, are charged to expense as incurred.

Exploration and evaluation assets are subject to technical, commercial and management review to confirm the continued intent to develop and extract the underlying resources. If an area or exploration well is no longer considered technically feasible or commercially viable, the related capitalized costs are charged to net earnings. If undeveloped land is abandoned or the rights to the undeveloped land expires, the associated costs are charged to net earnings.

Exchanges of assets within exploration and evaluation assets are measured at fair value unless the exchange transaction lacks commercial substance or the fair value of neither the asset received nor the asset given up is reliably measurable. Unless the fair value of the asset received is more clearly evident, the cost of the acquired asset is measured at the fair value of the asset given up. Where fair value is not used, the cost of the acquired asset is measured at the carrying amount of the asset given up. The gain or loss on derecognition of the asset given up is recognized in net earnings.

When management determines, with reasonable certainty, that an exploration and evaluation asset has reached technical feasibility and commercial viability and will be developed, as evidenced by the classification of proved or probable reserves and the appropriate internal and external approvals, the asset is transferred to property, plant and equipment. The costs transferred are determined to be those directly related to specific oil and gas licenses with proved or probable reserves assigned. Exploration and evaluation assets are tested for impairment immediately prior to costs being transferred to property, plant and equipment.

Property, Plant and Equipment

Property, plant and equipment ("PP&E") is measured at cost less accumulated depletion, depreciation and amortization and accumulated impairment losses. Capitalized costs include the purchase price or construction cost of the asset, any costs directly attributable to bringing the asset into operation, seismic costs related to the

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development of a property, the initial estimate of any asset retirement obligation, and borrowing costs for qualifying assets, if any. The purchase price or construction cost is the aggregate amount paid and the fair value of any other consideration given to acquire the asset. Oil and gas properties and licenses acquired in areas or fields with previously established proved or probable reserves are included in property, plant and equipment, although no proved or probable reserves may be assigned to those specific properties or licenses, as they are considered to be development opportunities in existing reservoirs or formations with minimal exploration risk.

The costs of planned major inspection, overhaul and turnaround activities that maintain property, plant and equipment and benefit future years of operations are capitalized. Recurring planned maintenance activities performed on shorter intervals are expensed as operating costs. This includes ongoing overburden removal expenditures on producing mines. Replacements outside of major inspection, overhaul or turnaround activities are capitalized when it is probable that future economic benefits will flow to the Company and the associated carrying amount of the replaced asset is derecognized.

The gain or loss from the divestitures of property, plant and equipment is recognized in net earnings. In addition, risk-sharing agreements in which the Company cedes a portion of its working interest to a third-party are generally considered to be divestitures of property, plant and equipment, resulting in a gain or loss on disposition.

Exchanges of assets within property, plant and equipment are measured at fair value unless the exchange transaction lacks commercial substance or the fair value of neither the asset received nor the asset given up is reliably measurable. Unless the fair value of the asset received is more clearly evident, the cost of the acquired asset is measured at the fair value of the asset given up. Where fair value is not used, the cost of the acquired asset is measured at the carrying amount of the asset given up. The gain or loss on derecognition of the asset given up is recognized in net earnings.

An asset within property, plant and equipment is derecognized upon divestiture or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net divestiture proceeds and the carrying amount of the asset) is included in net earnings in the period in which the item is derecognized.

Borrowing costs relating to assets that take a substantial period of time to construct are capitalized as part of the asset. Capitalization of borrowing costs ceases when substantially all of the activities necessary to prepare the qualifying asset for its intended use or sale is complete.

Depletion, Depreciation and Amortization

Exploration and evaluation assets are not subject to depletion, depreciation and amortization for conventional oil and gas assets. Once transferred to property, plant and equipment and commercial production commences, these costs for conventional oil and natural gas assets are depleted on a unit-of-production basis over proved developed reserves with the exception of property acquisition costs which are depleted over proved reserves.

Capital expenditures associated with significant development projects are not depleted until assets are substantially complete and ready for their intended use.

Capitalized costs of oil and natural gas properties included in property, plant and equipment, other than oil sands properties, are depleted using the unit-of-production method. For purposes of these calculations, production and reserves of natural gas are converted to barrels on an energy equivalent basis at a ratio of six thousand cubic feet of natural gas to one barrel of oil, calculated in accordance with National Instrument 51-101 - *Standards of*

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Disclosure for Oil and Gas Activities. Depletion and depreciation rates are updated in each reporting period that a significant change in circumstances, including reserves revisions, occurs. Successful exploratory wells transferred from exploration and evaluation assets and development costs are depleted over proved developed reserves. Acquired resource properties included in property, plant and equipment, including those transferred from exploration and evaluation assets, with proved reserves are depleted over total proved reserves. Future development costs are excluded from the depletion calculation. Acquisition costs related to resource properties without proved reserves and undeveloped land included within property, plant and equipment are not depleted until proved reserves are assigned at which time they are depleted over total proved reserves. If undeveloped land is abandoned or expires, the costs are immediately expensed.

Property, plant and equipment related to oil sands development is depreciated on a straight-line basis over the estimated useful lives of the assets, with the exception of mine development and asset retirement costs, which are depleted on a unit-of-production basis over the estimated proved and probable reserves of the producing mines, calculated in accordance with National Instrument 51-101 - *Standards of Disclosure for Oil and Gas Activities*. Future development costs are excluded from the depletion calculation. Acquisition costs related to oil sands properties without proved and probable reserves are not depleted until proved and probable reserves are assigned.

Corporate assets primarily consist of office furniture, fixtures, leasehold improvements and information technology which are stated at cost less accumulated depreciation and are depreciated straight-line over the estimated life of the asset. The following estimated useful lives of assets depreciated on a straight-line basis are reviewed annually for any changes to those estimates.

Asset	Estimated Life
Mildred Lake plant, Aurora North plant, extraction plant, upgrading, utilities and offsites and spare parts related to these major assets	15-25 years
Various plant assets	5-25 years
Mobile equipment comprised of loaders, shovels and haul trucks	10-20 years
Crawlers, graders and cranes	15 years
Building and trailers	15-20 years
Support equipment, office furniture, computer equipment, software, miscellaneous mobile equipment, buses, vans and light vehicles, and aircraft	4-15 years
Housing and accommodations	25 years

Leases

At inception of a contract, the Company assesses whether a contract is, or contains a lease. A contract is, or contains a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: the contract involves the use of an identified asset; the Company has the right to obtain substantially all of the economic benefits from the use of the asset throughout the period of use; and, the Company has the right to direct the use of the asset.

The Company recognizes a lease asset and a lease liability at the commencement date of the lease contract, which is the date that the lease asset is available to the Company. The lease asset is initially measured at cost. The cost

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of a lease asset includes the amount of the initial measurement of the lease liability, lease payments made prior to the commencement date, initial direct costs and estimates of the asset retirement obligation, if any. Subsequent to initial recognition, the lease asset is depreciated using the straight-line method over the earlier of the end of the useful life of the lease asset or the lease term.

Lease liabilities are initially measured at the present value of lease payments discounted at the rate implicit in the lease, or if not readily determinable, the Company's incremental borrowing rate. Lease payments include fixed lease payments, variable lease payments based on indices or rates, residual value guarantees, and purchase options expected to be exercised. Subsequent to initial recognition, the lease liability is measured at amortized cost using the effective interest method. Lease liabilities are remeasured if there are changes in the lease term or if the Company changes its assessment of whether it is reasonably certain it will exercise a purchase, extension or termination option. Lease liabilities are also remeasured if there are changes in the estimate of the amounts payable under the lease due to changes in indices or rates, or residual value guarantees. Lease assets are reported within property, plant and equipment in the consolidated balance sheet. Lease liabilities are reported within long-term liabilities in the consolidated balance sheet.

Depreciation on lease assets used in the construction of property, plant and equipment is capitalized to the cost of those assets over their period of use until such time as the property, plant and equipment is substantially available for its intended use.

Where the Company acts as the operator of a joint operation, the Company recognizes 100% of the related lease asset and lease liability. As the Company recovers its joint operation partners' share of the costs of the lease contract, these recoveries are recognized in the consolidated statements of earnings.

The Company continues to report leases for the year ended December 31, 2018 in accordance with the Company's previous accounting policy for leases:

Leases that transfer substantially all the benefits and risks of ownership to the Company are recorded as finance lease assets within property, plant and equipment. Costs for all other leases are recorded as operating expense as incurred.

Impairment

Non-financial assets

Property, plant and equipment and exploration and evaluation assets are assessed for indicators of impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. Exploration and evaluation assets are also tested for impairment immediately prior to costs being transferred to property, plant and equipment.

If any indication of impairment exists, an estimate of the asset's recoverable amount is calculated as the higher of the fair value less costs to dispose and value-in-use. In determining fair value less costs to dispose, recent market transactions are taken into account, if available. In the absence of such transactions, an appropriate valuation model is used. This model is typically a discounted cash flow model based on external and internal estimates of reserves and volumes with associated cash flows discounted at a pre-tax market rate. Value-in-use is assessed using the present value of the expected future cash flows of the relevant asset. If the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets, the asset is tested as part of a CGU, which is the smallest identifiable group of assets that generates cash inflows that are largely independent

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of the cash inflows from other assets or groups of assets. The goodwill acquired in a business combination, for the purpose of impairment testing, is allocated to the CGU or group of CGUs that are expected to benefit from the synergies of the combination. Exploration and evaluation assets are combined with all CGUs at the operating segment level when they are assessed for impairment, both at the time of any triggering facts and circumstances as well as upon their eventual reclassification to property, plant and equipment.

An impairment loss is recognized in depletion, depreciation and amortization for the amount by which the carrying amount of the individual asset or CGU exceeds its recoverable amount.

Impairments are reversed for all CGUs and individual assets, other than goodwill, to the extent that events or circumstances give rise to changes in the estimate of the recoverable amount since the period the impairment was recorded. Impairment is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would otherwise have been determined, net of depletion, depreciation and amortization, if no impairment loss had been recognized. Impairment reversals are recognized within depletion, depreciation and amortization.

Financial assets

At each reporting date, the Company assesses whether there is evidence that a financial asset is impaired. If a financial asset carried at amortized cost is impaired, the amount of the loss is measured as the difference between the amortized cost of the payable or receivable and its recoverable amount. All impairment losses are recognized in net earnings. An impairment loss is reversed if the reversal can be related objectively to an event occurring after the impairment loss was recognized.

Provisions

Provisions are recognized by the Company when it has a legal or constructive obligation as a result of past events, it is probable that an outflow of economic resources will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

Provisions are recognized for asset retirement obligations associated with the Company's exploration and evaluation assets and property, plant and equipment. Provisions for asset retirement obligations are measured at the present value of management's best estimate of the future cash flows required to settle the present obligations, using a risk-free interest rate specific to the asset. The value of the obligations are added to the carrying amount of the associated assets and amortized over the useful life of the assets. The provisions are accreted over time through finance charges with actual expenditures charged against the accumulated obligations to the extent the provisions are established. Changes in the future cash flow estimates resulting from revisions to the estimated timing or amount of undiscounted cash flows, including functional currency foreign exchange differences, are recognized as a change in the asset retirement obligations of the related assets.

Revenue

Revenue is recognized when the performance obligations in the sales contract are satisfied and it is probable that the Company will collect the consideration to which it is entitled. Performance obligations are generally satisfied at the point in time when the product is delivered to a location specified in a contract and control passes to the customer.

Royalty income is recognized as it accrues in accordance with the terms of overriding royalty agreements.

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Finance Charges

Finance charges comprise interest expense on bank debt, the amortization of bank financing fees, the interest cost component of the pension obligation, the accretion of the discount on asset retirement obligations and the realized gain or loss on the interest rate swap. Borrowing costs are recognized in net earnings using the effective interest method and are recognized in net earnings in the period in which they are incurred. Borrowing costs for the construction of a qualifying asset are capitalized for the period of time from when construction commences and the asset is prepared for its intended use. The capitalization rate to determine the amount of borrowing for a qualifying asset is the weighted average interest rate applicable to the Company's outstanding borrowings during the capitalization period.

Income Taxes

Income tax expense comprises current and deferred tax expense.

Current tax is the expected tax payable on taxable income for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to taxes payable in respect of previous years.

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes.

Deferred tax liabilities are recognized for taxable temporary differences. Deferred tax assets are recognized for deductible temporary differences, unused tax losses and unused tax credits only if it is probable that sufficient future taxable income will be available to utilize those temporary differences and losses. Such deferred tax liabilities and assets are not recognized if the temporary difference arises from goodwill or from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable net income nor the accounting profit or from investments in subsidiaries, associates and interests in joint ventures to the extent that it is probable that they will not reverse in the foreseeable future. Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date. The effect of a change in income tax rates on deferred tax assets and liabilities is recognized in net earnings in the period that the change occurs.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity or on different tax entities but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

Income tax expense is recognized in net earnings except to the extent that it relates to a business combination or items recognized directly in equity or other comprehensive income.

Share Capital

Common shares are classified as equity. Incremental costs directly attributable to the issuance of common shares are recognized as a deduction from equity, net of any tax effects.

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Financial Instruments

Initial measurement and recognition

Financial assets and liabilities, including derivatives, are initially recognized on the trade date at which the Company enters into the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value. Subsequent measurement of financial assets or liabilities is at amortized cost or fair value. Subsequent measurement of derivatives are at fair value.

Derecognition

A financial asset is derecognized when the contractual rights to the cash flow from the financial asset expire or are transferred. Any difference between the carrying amount of the asset and the consideration received is recognized in net earnings. A financial liability is derecognized when it is extinguished. Any difference between the carrying amount of the liability extinguished and the consideration paid is recognized in net earnings.

Derivative assets and liabilities

The Company may, from time to time, use various financial derivatives to reduce market risk exposure from changes in interest rates. Derivatives are recorded at fair value on the consolidated statement of financial position with changes recorded in net loss unless designated as effective hedging instruments.

Non-derivative financial assets

A financial asset is subsequently measured at amortized cost using the effective interest method, net of any impairment loss if:

- The asset is held within a business model with an objective to hold assets in order to collect contractual cash flows; and
- The contractual terms of the financial assets give rise, on specified dates, to cash flows that are solely payments of principal and interest.

Financial assets other than those measured at amortized cost are subsequently measured at fair value with all changes in fair value recognized in net earnings.

Financial assets measured at amortized cost are cash and cash equivalents, accounts receivable and income taxes receivable. Investments in equity securities which do not constitute significant influence or control are measured at fair value.

Non-derivative financial liabilities

Financial liabilities other than those measured at amortized cost are subsequently measured at fair value with all changes in fair value recognized in net earnings.

Financial liabilities measured at amortized cost comprise accounts payable and accrued liabilities, bank debt, amounts due to related parties, and the payables due to the Company Shareholder and affiliates.

The Company accounts for its physical delivery sales contracts, which were entered into and continue to be held for the purpose of receipt or delivery of non-financial items, in accordance with its expected purchase, sale or usage requirements as executory contracts. As such, these contracts are not considered to be derivative financial

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instruments and have not been recorded at fair value on the statement of financial position. Settlements of these physical sales contracts are recognized in oil and natural gas revenues.

Employee Benefits

Post-employment benefit obligations

SCEL accrues its proportionate share of Syncrude Canada's post-employment benefit obligations, which includes defined benefit and defined contribution pension plans and a defined benefit plan for other post-employment benefits ("OPEB"). The OPEB includes health care benefits and life insurance benefits to retirees, their beneficiaries and covered dependents. These obligations are valued annually by independent qualified actuaries.

The costs of the defined benefit pension and OPEB plans are actuarially determined using the projected unit credit method based on length of service and reflect SCEL's best estimate of financial and demographic assumptions. The discount rate used to determine the accrued benefit obligation is based on a market rate of interest for high-quality corporate debt instruments with cash flows that match the timing and amount of expected benefit payments. The interest cost component of the pension obligation is presented within finance charges. Plan assets accrete at the same rate as that used to accrete the discounted accrued benefit obligation. Actuarial remeasurements arising from experience adjustments and changes in actuarial assumptions are charged or credited to other comprehensive income in the period in which they arise. The current service cost of the defined benefit plans is recognized in operating expense as the service is rendered. Any past service costs arising from plan amendments are recognized immediately in operating expenses.

The cost of the defined contribution plans is recognized in operating expenses as the service is rendered and contributions become payable.

Bonus plan and other employment incentives

SCEL through its interest in Syncrude Canada has short and long-term incentive plans that are cash settled and measured at fair value at the end of each reporting period where the carrying value of the obligation is compared to the estimated fair value of the obligation until the settlement. Any difference arising between these two amounts is charged or credited to net earnings at the end of the period being reported. These plans include Syncrude Canada's employee retention program.

A liability is recognized for the amount expected to be paid under the Company's long-term incentive plan if the Company has a legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be reliably measured. Compensation costs recognized under the long-term incentive plan are subject to an estimation of a forfeiture rate and performance multiplier.

4. SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGEMENTS

The preparation of financial statements requires management to make estimates and judgments that affect reported assets, liabilities, revenues, expenses, gains, losses, and disclosures of contingencies. These estimates and judgments are subject to change based on experience and new information. The financial statement areas that require significant estimates and judgments are as follows:

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Critical Accounting Estimates

Business combinations

Business combinations are accounted for using the acquisition method which requires the fair value of certain acquired assets, liabilities and contingent consideration, if any, to be estimated. Oil and natural gas reserves form the basis for estimating the value of oil and gas properties which requires the estimation of reserves. Contingent consideration requires the estimation of amounts owing and probability of occurring.

Asset retirement obligations

In determining the estimated value of the asset retirement obligations, the Company must estimate the timing and amount of future abandonment, reclamation and closure expenditures. These provisions are based on estimated costs, which take into account the anticipated method and extent of abandonment and restoration, technological advances and the possible future use of the site. Actual costs are uncertain and estimates can vary as a result of changes to relevant laws and regulations, the emergence of new technology, operating experience, prices and closure plans. The estimated timing of future asset retirement and restoration may change due to certain factors, including reserve life. Changes to estimates related to future expected costs, discount rates and timing may have a material impact on the amounts presented.

Employee future benefits

The Company provides benefits to employees, including pensions and other post-retirement benefits through its interest in Syncrude. The costs of defined benefit pension plans and other post-retirement benefits received by employees are estimated based on actuarial valuation methods. Estimates typically used in determining these amounts include, as applicable, rates of employee turnover, future claim costs, discount rates, future salary and benefit levels, the return on plan assets, mortality rates and future medical costs. Changes to these estimates may have a material impact on the amounts presented.

Compensation costs recognized under the long-term incentive plan are subject to an estimation of the forfeiture rate and the performance multiplier.

Asset impairment and reversals

The recoverable amount of CGUs and individual assets is determined based on the higher of fair value less costs to dispose or value-in-use calculations. The key estimates the Company applies in determining the recoverable amount normally include estimated future commodity prices, expected production volumes, future royalty rates, future operating and development costs as they relate to the estimation of proven, probable, possible reserves and/or contingent resources, undeveloped land values, and discount rates. Changes in economic conditions could significantly change these estimates. Changes to these estimates will affect the recoverable amounts of CGUs and individual assets and may then require a material adjustment to their related carrying value.

Oil and natural gas prices and exchange rates

The December 31, 2019 future prices used to determine cash flows from oil, natural gas and oil sands reserves are as follows:

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Benchmark Reference Price Forecasts										
	2020	2021	2022	2023	2024	2025	2026	2027	2028	2029
WTI (\$US/Bbl)	61.00	63.24	65.55	67.39	68.73	70.11	71.51	72.94	74.40	75.89
Edmonton par (\$Cdn/Bbl)	72.37	75.64	79.41	81.69	83.32	84.99	86.69	88.42	90.19	91.99
AECO (\$Cdn/MMBtu)	2.00	2.35	2.50	2.60	2.71	2.76	2.82	2.87	2.93	2.99
Exchange rate (\$US/\$Cdn)	0.76	0.77	0.78	0.78	0.78	0.78	0.78	0.78	0.78	0.78

After 2029, the price forecast for WTI, Edmonton par and AECO escalates at 2% per year to the end of the reserve life and the exchange rate remains constant at 0.78 \$US/\$Cdn.

The December 31, 2018 future prices used to determine cash flows from oil, natural gas and oil sands reserves are as follows:

Benchmark Reference Price Forecasts										
	2019	2020	2021	2022	2023	2024	2025	2026	2027	2028
WTI (\$US/Bbl)	56.50	63.80	67.60	71.60	73.10	74.50	76.00	77.50	79.10	80.70
Edmonton par (\$Cdn/Bbl)	63.30	74.30	78.50	83.40	85.10	86.80	88.50	90.30	92.10	94.00
AECO (\$Cdn/MMBtu)	1.85	2.20	2.55	3.05	3.20	3.30	3.35	3.40	3.45	3.55
Exchange rate (\$US/\$Cdn)	0.75	0.78	0.80	0.80	0.80	0.80	0.80	0.80	0.80	0.80

After 2028, the price forecast for WTI, Edmonton par and AECO escalates at 2.0% per year to the end of the reserve life and the exchange rate remains constant at 0.80 \$US/\$Cdn.

Benchmark reference prices, as noted above, are provided by independent reserve engineers. Volumes are either evaluated by independent reserve engineers or internally evaluated and supported by other independent evidence as available. Undeveloped land values were based on assessments by independent evaluators.

Discount rate

Estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. Based on the individual characteristics of the asset, other economic and operating factors are also considered which may increase or decrease the implied discount rate.

Depletion, depreciation and amortization

SCEL calculates depreciation and amortization expense for the majority of its oil sands assets on a straight-line basis and must estimate the useful lives of these assets accordingly. While these useful life estimates are reviewed on a regular basis and depreciation and amortization calculations are revised accordingly, actual lives may differ from the estimates. The Company calculates depletion expense for asset retirement costs, conventional oil and natural gas operations and mine development on a unit-of-production basis and must estimate reserves, which are used as a component of the depletion calculations to allocate capital costs over the estimated useful lives. As circumstances change and new information becomes available, estimated reserves and resultant depletion calculations could change.

Oil and gas reserves and resources

Estimations of recoverable quantities of proved, probable and possible reserves and/or contingent resources include estimates and assumptions regarding future commodity prices, exchange rates, discount rates and production and transportation costs for future cash flows as well as the interpretation of complex geological and geophysical models and data. Changes in reported reserves can affect the impairment of assets, asset retirement

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obligations, the economic feasibility of exploration and evaluation assets and the reported depletion, depreciation and amortization of property, plant and equipment.

Fair value of interest rate swap

The fair value of the interest rate swap is measured using a discount rate applied to an estimate of the future three month LIBOR rates from the date of the balance sheet to the expiry of the swap based on current market assessments of changes to that LIBOR rate during that period. Changes in economic conditions could significantly affect the estimated LIBOR rate resulting in material changes to the fair value of the swap.

Critical Accounting Judgments

Crown royalties

When calculating deemed bitumen revenues on which Crown royalties are based, SCEL must determine a deemed bitumen value and deductible costs. This requires the use of judgment in the application of the governing royalty agreement.

Taxes

In determining its current and deferred tax provisions, the Company must apply judgment when interpreting and applying complex and changing tax laws and regulations. The determination of the appropriate application of these laws and regulations by tax authorities may remain uncertain for several years. The final outcome of such determination could result in amounts different from those initially recorded and would impact current or deferred tax expense in the period in which a determination is made.

Determination of CGUs

A CGU is defined as the lowest grouping of integrated assets that generate identifiable cash inflows that are largely independent of the cash inflows of other assets or groups of assets. The allocation of assets into CGUs requires significant judgment and interpretations with respect to the integration between assets, the existence of active markets, similar exposure to market risks, shared infrastructures, and the way in which management monitors the operations.

Asset impairment and reversals

Judgments are required to assess when impairment indicators exist and impairment testing is required. In determining the recoverable amount of assets, in the absence of quoted market prices, impairment tests are based on estimates of reserves, production rates, future oil and natural gas prices, future costs, discount rates, market value of land and other relevant assumptions.

Oil and gas activities

The Company is required to apply judgment when designating the nature of oil and natural gas activities as exploration and evaluation or development and production, and when determining whether the initial costs of these activities are capitalized.

Certain exploration and evaluation costs are initially capitalized with the intent to establish commercially viable reserves. The Company is required to make judgments about future events and circumstances as to whether economic quantities of reserves have been found. The costs are subject to technical, commercial and management review to confirm the continued intent to develop the project. Level of drilling success, or changes to project

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economics, resource quantities, expected production techniques, production costs and required capital expenditures are important judgments when making this determination.

Management uses judgment to determine when exploration and evaluation assets are reclassified to property, plant and equipment. This decision considers several factors, including the existence of proved or probable reserves, appropriate approvals from regulatory bodies and the Company's internal project approval processes.

Leases

Purchase, extension and termination options are included in certain of the Company's lease to provide operational flexibility. To measure the lease liability, the Company uses judgment to assess the likelihood of exercising these options. These assessments are reviewed when significant events or circumstances indicate that the likelihood of exercising these options may have changed. The Company also uses estimates to determine its incremental borrowing costs if the interest rate implicit in the lease is not readily determinable.

Functional currency

The Company's functional currency is based on the primary economic environment in which it operates and is based on an analysis of several factors including which currency principally affects sales prices of products sold by the Company, which currency influences the main expenses of providing services, in which currency the Company keeps its receipts from operating activities and in which currency the Company has received financing. Management used its judgment to assess these factors.

5. CHANGES IN ACCOUNTING POLICES

New Standards Adopted

Effective January 1, 2019, the Company adopted IFRS 16 *Leases* ("IFRS 16"). The new standard replaced IAS 17 *Leases* and related interpretations. IFRS 16 requires entities to recognize lease assets and lease obligations on the balance sheet. For lessees, IFRS 16 removes the classification of leases as either operating or finance leases and effectively treats all leases as finance leases. Certain short-term leases (less than 12 months) and leases of low value assets are exempt from IFRS 16 requirements and the Company continues to treat these leases as operating leases. Leases to explore for or use crude oil, natural gas, minerals and similar non-regenerative resources are also exempt from the standard.

The standard was adopted using a modified retrospective approach with no impact to opening retained earnings at the date of adoption. The opening lease obligation and corresponding right of use asset was \$6 million. On adoption, the Company applied the following practical expedients under the standard. Certain expedients are on a lease-by-lease basis and others are applicable by class of underlying assets:

- the use of a single discount rate to a portfolio of leases with reasonably similar characteristics; and
- leases with a remaining lease term of less than twelve months as at January 1, 2019 were treated as short term leases.

The adoption of IFRS 16 resulted in increases in depletion, depreciation and amortization expense and finance charges and corresponding decreases in operating and general and administrative expenses. Under the new standard, the Company reports cash outflows for payment of the principal portion of the lease liability as cash flows from financing activities. The interest portion of the lease payments is classified as cash flows from operating activities.

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Further details of the Company's lease assets and lease liabilities on transition to the new lease standard at January 1, 2019 and as at December 31, 2019 are shown in note 10.

6. DISCONTINUATION OF PLANNED LNG EXPORT FACILITY

On July 16, 2014, the Company, through its subsidiaries, acquired a 15% interest in certain Petroliam Nasional Berhad natural gas assets. These assets included natural gas producing properties and reserves in northeast British Columbia. In addition to this purchase, the Company, through its subsidiaries, also invested in the proposed Pacific Northwest LNG export facility on Canada's West Coast (refer to note 9 "Investments"). On July 25, 2017, the decision was made to not build the LNG export facility.

7. CASH AND CASH EQUIVALENTS

	2019	2018
US dollar balances	6	7
CAD dollar balances	16	12
Total	22	19

All cash and cash equivalents are bank deposits.

8. INVENTORIES

The Company's major inventory items are raw bitumen, pipes and small parts. Bitumen is stock piled as part of the normal Syncrude mining process. Ongoing mining of raw bitumen is delivered directly to the upgrader but during equipment shutdown phases no bitumen or insufficient quantities are mined such that the utilization of the upgrader would be below normal capacity. In these instances, bitumen inventory is used to meet the upgrader processing requirements. Use of the bitumen inventory stockpile is frequent with ongoing replenishment. Pipes and small parts are used in the mining operations. There has been no impairment of inventory in either the current or prior year.

9. INVESTMENTS

Investment in Associates

Sinopec Huadian owns 15% of the shares and limited partnership units of the entities that own the proposed Pacific Northwest LNG export facility. The Company's 15% investment in the Pacific Northwest LNG export facility was accounted for under the equity method as the 15% interest, although not in and of itself providing significant influence, does allow the Company to appoint a Director to the Board of Directors of the General Partner to the limited partnership that was developing the export facility. In addition to the normal influence a Director has over financial and operating decisions, certain key decisions require the approval of at least one of the Directors representing the non-controlling interests in the General Partner. Accordingly, the Company had assessed that it has significant influence over its investment. On July 25, 2017, the decision was made to not proceed with the LNG export facility and as a result the carrying value of the investment was fully expensed (note 6).

Investment at Fair Value

The Company holds an investment in 4,316,666 common shares of Gear Energy Ltd. ("Gear") (2018 - 4,316,666 common shares). At December 31, 2019, the investment in Gear was recorded at fair value of \$2 million

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(December 31, 2018 - \$2 million), being CAD \$0.47 per common share resulting in an unrealized of \$nil (2018 - \$1 million).

	2019	2018
Investment in Gear Energy Ltd.	2	2
	2	2

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10. PROPERTY, PLANT AND EQUIPMENT

	Oil Sands		Development and Production	NMJV	Corporate	Total
	Reserves and Resources	Plant and Equipment	Property, Plant and Equipment	Property, Plant and Equipment	Corporate Assets	
Cost						
Balance at December 31, 2017	3,162	2,480	3,786	1,777	39	11,244
Additions	—	53	43	1	1	98
Property acquisitions	—	—	—	19	—	19
Divestitures, lease expiries and transfers to assets held for sale	—	(9)	(4)	(3)	(1)	(17)
Changes in asset retirement obligations (note 15)	14	—	11	8	—	33
Foreign currency translation	—	—	(361)	(144)	(2)	(507)
Balance at December 31, 2018	3,176	2,524	3,475	1,658	37	10,870
Additions	—	43	89	45	3	180
Right of use additions	—	2	8	—	4	14
Property acquisitions	—	—	1	—	—	1
Divestitures and lease expiries	—	(6)	(14)	(1)	(1)	(22)
Changes in asset retirement obligations (note 15)	83	—	28	—	—	111
Foreign currency translation	—	—	152	75	1	228
Balance at December 31, 2019	3,259	2,563	3,739	1,777	44	11,382
Accumulated depletion, depreciation and amortization						
Balance at December 31, 2017	288	699	2,252	177	28	3,444
Depletion, depreciation and amortization	35	130	121	51	3	340
Impairment	—	—	8	—	—	8
Divestitures	—	(3)	—	(2)	(1)	(6)
Foreign currency translation	—	—	(242)	(17)	(1)	(260)
Balance at December 31, 2018	323	826	2,139	209	29	3,526
Depletion, depreciation, and amortization	42	130	120	58	2	352
Impairment	—	—	37	—	—	37
Divestitures	—	(3)	—	—	(1)	(4)
Foreign currency translation	—	—	96	10	(1)	105
Balance at December 31, 2019	365	953	2,392	277	29	4,016

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	Oil Sands		Development and Production	NMJV	Corporate	Total
	Reserves and Resources	Plant and Equipment	Property, Plant and Equipment	Property, Plant and Equipment	Corporate Assets	
Net Book Value						
December 31, 2018	2,853	1,698	1,336	1,449	8	7,344
December 31, 2019	2,894	1,610	1,347	1,500	15	7,366

Amounts Excluded from Calculation of Depreciation, Depletion and Amortization	2019	2018
Undeveloped land and acquired resource properties without depletable reserves assignments and salvage value	2,521	2,635

The Company has lease contracts for office space, office equipment, field vehicles, field equipment and pipelines. Lease assets included in above:

	Oil Sands		Development and Production	NMJV	Corporate	Total
	Reserves and Resources	Plant and Equipment	Property, Plant and Equipment	Property, Plant and Equipment	Corporate Assets	
Cost						
Balance at January 1, 2019 ⁽¹⁾	—	1	1	—	4	6
Additions	—	1	7	—	—	8
Depreciation	—	—	(1)	—	(1)	(2)
Balance at December 31, 2019	—	2	7	—	3	12

⁽¹⁾ The Company adopted IFRS 16 leases on January 1, 2019 using the modified retrospective approach. At December 31, 2018, the Company did not report any finance leases in accordance with its previous accounting policy for leases.

Lease obligations are as follows:

	December 31, 2019	December 31, 2018
Lease obligations	13	—
Less: current portion	(2)	—
Total	11	—

Impairment testing

At December 31, 2019 and 2018, primarily due to declining oil and natural gas prices, the Company determined that there were indicators of impairment present across all CGUs. As a result, management was required to undertake impairment testing.

In accordance with IFRS, a recoverable value was determined using the higher of fair value or value in use based on discounted pre-tax cash flows ranging from 5% to 12% of proved and probable reserves evaluated by

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independent engineers using the independent engineers forecast prices (note 4) and costs. In addition, the values of contingent resources incremental to the reserve report were obtained from internal analysis completed by management. Based on the internal analysis, management identified and evaluated potential contingent drilling locations that were not assigned any proved and probable reserves. The values of these locations were included in the recoverable amount. A pre-tax discount rate ranging from 10% to 15% was applied to determine and estimate the future cash flows. Undeveloped land was externally evaluated.

The recoverable amount using fair value for the Pembina CGU was \$246 million (2018 - \$237 million for the Pembina CGU). This resulted in the net book value of the Pembina CGU exceeding its recoverable amount indicating an impairment of \$37 million (2018 - \$8 million for the Pembina CGU). Fair value was developed using a level 2 measurement in the fair value hierarchy applying the assumptions described above and a pre-tax discount rate of 12%.

There were no impairments to property, plant and equipment in the other CGUs.

Lease expiries

Lease expiries of \$2 million (2018 - \$4 million) are included in exploration expense.

11. EXPLORATION AND EVALUATION ASSETS

Cost	
Balance at December 31, 2017	160
Impairments	(77)
Lease expiries	(2)
Foreign currency translation	(13)
Balance at December 31, 2018	68
Lease expiries	(31)
Foreign currency translation	3
Balance at December 31, 2019	40

Exploration and evaluation assets consist of the Company's cost for exploration projects which are pending the determination of proved or probable reserves. Management deems exploration projects to be those in areas or fields with no previously established proved or probable reserves where a new reservoir or formation is being sought to which there is significant exploration risk.

Impairment testing

At December 31, 2019 and 2018, indicators of impairment were identified and E&E assets were evaluated for impairment. There was no impairment present in 2019. In 2018, the combined book value of the Development and Production CGU's and E&E exceeded their combined recoverable value, using the measurement methodology described in note 10, resulting in an impairment of \$77 million of E&E assets.

In 2018, the recoverable amount of the E&E assets was \$68 million. Fair value was developed using a level 2 measurement in the fair value hierarchy applying the assumptions described in note 10.

Lease expiries

Lease expiries of \$31 million (2018 - \$2 million) are included in exploration expense.

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12. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

	2019	2018
Trade payables	140	124
Taxes payable	41	—
Interest payable	3	6
Due to Huadian Natural Gas Canada Ltd.	3	—
Total	187	130

13. BANK DEBT

At December 31, 2019, the Company has two US dollar term loans outstanding as follows:

	Principal Amount	Term Loan Due Date	2019	2018
Bank of China (London) 2	—	May 2019	—	620
ABC Syndicated Term Loan	1,000	February 2020	1,000	1,000
Bank of China (London)	3,290	June 2021	3,290	3,290
Bank debt	4,290		4,290	4,910
Current portion of Bank debt			1,000	620
Long-term debt			3,290	4,290

Default Event and Classification of Debt

The ABC Syndicated Term Loan has two default events as the total assets of the Company do not exceed its total liabilities and CPC as guarantor of the ABC Syndicated Term Loan directly or indirectly owns less than 51% of the issued and outstanding shares of the Company both in 2018 and 2019. Both loans with the Bank of China (London) have cross-default events. As a result of the default events, all debt could become due and payable upon demand. In May 2017, a waiver was obtained from the Bank of China (London) and accordingly its debt is classified in accordance with the original terms of the agreement. On March 5, 2018, a waiver was obtained from the Agricultural Bank of China (New York) for the ABC Syndicated Term Loan which is effective until January 2020. The ABC Syndicated Term Loan is now classified in accordance with the original terms of the agreement.

Bank of China facilities

On May 24, 2016, the Company entered into a Term Loan for \$620 million with the Bank of China (London) ("Bank of China (London) 2") that bore interest at LIBOR plus a specified margin. The loan was initially due for repayment on May 23, 2017 and was extended to May 23, 2019. The loan was paid in full on May 21, 2019.

On December 30, 2015, the Company entered into a twelve-month Term Loan facility for \$3.3 billion ("Bank of China (London)"), with the Bank of China (London) bearing interest at LIBOR plus a specified margin. On June 21, 2016, the Company entered into an agreement with the Bank of China (London) to amend the Term Loan facility by extending the term to June 30, 2021 and increasing the specified margin over LIBOR.

The facility requires that the Company comply with certain customary covenants, including compliance with applicable laws. At December 31, 2019, the Company is in compliance with those covenants with the exception of the above noted default events for which waivers were obtained.

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Agricultural Bank of China Syndicated Term Loan facility

On February 6, 2015, the Company entered into a Syndicated Term Loan facility for \$1 billion ("ABC Syndicated Term Loan"), arranged by the Agricultural Bank of China (New York), and bears interest at LIBOR plus a specified margin. The loan is guaranteed by CPC and requires that CPC maintain certain financial covenants as guarantor of the facility. The facility also requires that the Company comply with certain customary covenants, including compliance with applicable laws. At December 31, 2019, the Company and CPC are in compliance with those covenants except for the default events noted above for which waivers were obtained.

Swap Transaction

On June 24, 2016, the Company entered into an interest rate swap agreement with Century Bright in which Century Bright provides a fixed rate of interest payable by the Company on \$3.3 billion in exchange for Century Bright paying a variable rate of interest on \$3.3 billion to the Company. The fair value of the interest rate swap is calculated as the present value of the estimated future cash flows based on observable LIBOR yield curves to June 2021.

14. DUE TO COMPANY SHAREHOLDER

The Company received operating advances from its shareholder, TipTop, which are unsecured, repayable on demand and interest free.

15. ASSET RETIREMENT OBLIGATIONS

The Company's asset retirement obligations result from its net ownership interests in oil and natural gas assets including well sites, gathering systems and processing facilities as well as its net share of ongoing environmental obligations related to the abandonment and reclamation of the Syncrude properties. The provision for the costs of reclaiming and abandoning the Syncrude properties and facilities and conventional oil and natural gas wells and facilities at the end of their economic lives has been estimated using existing technology, at current prices or long-term assumptions, depending on the expected timing of the activity, and discounted using a risk-free rate of 1.76% (December 31, 2018 - 2.18%). The Company estimates the total undiscounted inflation adjusted cash flow required to settle its asset retirement obligations is approximately \$973 million (December 31, 2018 - \$1,268 million). An inflation factor of 1%-2% has been applied to the estimated asset retirement obligations at December 31, 2019.

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	2019	2018
Asset retirement obligations, beginning of year	608	600
Liabilities incurred	10	28
Liabilities settled	(14)	(13)
Change in estimated liability	101	5
Accretion expense	13	13
Foreign currency translation	14	(25)
Asset retirement obligations, end of year	732	608
Less: current portion	(16)	(16)
Non-current portion	716	592

16. EMPLOYEE FUTURE BENEFITS

Employee future benefits consist of an accrued variable compensation plan, long-term incentive plans and post-employment obligations.

	2019	2018
Current liabilities:		
Accrued variable compensation	11	5
Long-term incentive	3	2
Post-employment obligations	3	3
	17	10
Long-term liabilities:		
Accrued variable compensation	6	2
Long-term incentive	1	2
Post-employment obligations	65	61
	72	65
Total	89	75

Accrued variable compensation plan

SCEL accrues its proportionate share of Syncrude's short-term and long-term incentive plans that are cash settled and measured at fair value. These plans include Syncrude's stock-based compensation programs, employee retention programs and short and long term performance based compensation programs.

Syncrude restricted share units

Syncrude awards restricted share units to certain employees. When certain owner's shares were sold on March 21, 2016 this triggered an automatic vesting of all outstanding restricted share units. The settlement for the restricted units issued in 2015 were paid out in 2018.

Syncrude employee retention program

Syncrude has an employee retention program for Fort McMurray based employees (the housing support program). Employees must meet certain criteria to be eligible. The housing support program is effective January 1, 2014 to December 31, 2018. Eligible employees who remain in the program will receive 100% of the benefit.

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SCEL's share of the housing support program earned in 2019 was \$1 million and is included in employee future benefits.

Performance based compensation plans

Syncrude has a short term incentive program based on achieving annual corporate performance targets. The allocation of the short term incentive program is based on employee level and personal performance. Syncrude's long term incentive program consists of various performance indicators over a three year period and is paid out at the end of three years.

Post-employment obligations

SCEL accrues its proportionate share of obligations as a joint venture owner in respect of Syncrude's post-employment benefit obligations, which include a defined benefit pension plan, defined contribution pension plans, and a defined benefit other post-employment benefits plan which provides certain health care and life insurance benefits for retirees, their beneficiaries and covered dependents.

Defined benefit plans

Syncrude is the plan sponsor for a defined benefit plan under the jurisdiction of The Employment Pension Plans Act of the Province of Alberta, Canada. The plan is managed through a plan administrator who is overseen by the Audit and Pension committee formed from Syncrude's owners. Syncrude measures its defined benefit obligation and the fair value of plan assets for accounting purposes as at December 31 of each year. The most recent actuarial valuation of the pension plan and OPEB for funding purposes was completed in December 2017. SCEL's share of Syncrude's defined benefit plan accrued liability, based on its 9.03% ownership at December 31, 2019, is comprised of its share of the defined benefit obligation net of its share of the defined benefit plan assets. The following table presents the Company's proportionate share of Syncrude's defined benefit plans.

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Defined Benefit Plans	Pension		OPEB		Total	
	2019	2018	2019	2018	2019	2018
Defined Benefit Obligation						
Balance, beginning of year	251	267	9	12	260	279
Current service costs	10	10	—	—	10	10
Interest costs	9	9	—	—	9	9
Transfers	1	1	—	—	1	1
Benefits paid	(10)	(10)	—	—	(10)	(10)
<i>Remeasurements:</i>						
Actuarial (gains) losses from experience adjustments	—	(2)	—	(2)	—	(4)
Actuarial losses from changes in discount rate	26	(4)	1	—	27	(4)
Foreign currency translation	12	(20)	—	(1)	12	(21)
Balance, end of year	299	251	10	9	309	260
Plan Assets						
Balance, beginning of year	196	220	—	—	196	220
Interest income	7	7	—	—	7	7
Employer contributions	8	8	—	—	8	8
Transfers	1	1	—	—	1	1
Benefits paid	(9)	(9)	—	—	(9)	(9)
<i>Remeasurements:</i>						
Return on plan assets, excluding interest	29	(14)	—	—	29	(14)
Foreign currency translation	9	(17)	—	—	9	(17)
Balance, end of year	241	196	—	—	241	196
Pension and Other Post-employment Liability	58	55	10	9	68	64

Plan Assets	2019	2018
Equity securities	146	115
Debt securities	95	81
	241	196

Fair value of equity and debt securities are based on the market trading price of the underlying funds.

Significant Actuarial Assumptions

The discount rate used for the Pension and OPEB is 3.1% (2018 - 3.6%)

For the Pension, the rate of compensation increase assumed was promotion scale plus 3.0% per year (2018 - promotion scale plus 3.0% per year).

For the OPEB, a 5.0% annual rate of increase in the cost of supplemental health care benefits was assumed in 2019 (2018 - 5.0%). An annual rate increase in the dental rate of 4.0% per year was used in 2019 (2018 - 4.0%).

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Defined contribution plans

SCEL's share of expense related to the Syncrude's defined contribution plans in 2019 was \$1 million (2018 - \$1 million).

17. INCOME TAXES

Tax Expense (Benefit)	2019	2018
Current tax		
Current year	7	10
	7	10
Deferred tax		
Origination and reversal of temporary differences	(59)	(168)
Change in unrecognized tax assets	(38)	79
Impact of foreign exchange	(20)	14
Impact of change in tax rates	(100)	—
Adjustment in respect of prior periods	6	15
	(211)	(60)
Total tax benefit	(204)	(50)

The adjustments in respect of prior periods relate to events in the current period and reflect the effects of changes in rules, facts or other factors compared with those used in establishing the tax balance in prior periods. The provision benefit for taxes in the consolidated statement of earnings and comprehensive income reflects an effective tax rate which differs from the expected statutory tax rate.

Reconciliation of Effective Tax Rate	2019	2018
Loss before taxes	(479)	(432)
Statutory income tax rate	26.5%	27.0%
Expected tax benefit	(127)	(117)
Add (deduct):		
Non-taxable portion of capital gains	38	(79)
Impact of foreign exchange	(10)	21
Impact of change in tax rates	(100)	—
Change in unrecognized tax assets	(38)	79
Adjustments in respect of prior periods	6	15
Other	27	31
Tax benefit	(204)	(50)

In 2019, the blended statutory tax rate was 26.5% (2018 - 27.0%).

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Movement in and Components of Deferred Tax Liability For Year Ended December 31, 2019

	2018	Charge to		2019
		Earnings	Other ⁽¹⁾	
Deferred tax liabilities:				
Property, plant and equipment and exploration and evaluation assets	1,371	(185)	10	1,196
Bank debt	168	(19)	(38)	111
Derivative instruments	34	(25)	—	9
Other	47	4	—	51
	1,620	(225)	(28)	1,367
Deferred tax assets:				
Asset retirement obligations	(161)	(3)	(3)	(167)
Employment future benefits	(19)	—	2	(17)
Right of use assets	—	(3)	—	(3)
Losses, non-capital and net capital	(430)	20	(10)	(420)
	(610)	14	(11)	(607)
Total	1,010	(211)	(39)	760

⁽¹⁾ Other Comprehensive Income and Other

Movement in and Components of Deferred Tax Liability For Year Ended December 31, 2018

	2017	Charge to		2018
		Earnings	Other ⁽¹⁾	
Deferred tax liabilities:				
Property, plant and equipment and exploration and evaluation assets	1,440	(51)	(18)	1,371
Bank debt	136	—	32	168
Derivative instruments	35	(1)	—	34
Other	32	15	—	47
	1,643	(37)	14	1,620
Deferred tax assets:				
Asset retirement obligations	(159)	(9)	7	(161)
Employment future benefits	(18)	1	(2)	(19)
Share and debt issue costs	(2)	2	—	—
Losses, non-capital and net capital	(431)	(17)	18	(430)
	(610)	(23)	23	(610)
Total	1,033	(60)	37	1,010

⁽¹⁾ Other Comprehensive Income and Other

Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry-forward of unused tax losses can be utilized. At December 31, 2019, the Company recognized a tax benefit of \$420 million (2018 - \$430 million) of non-capital and

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net capital losses available to carry forward that would be available to offset against future taxable profit and future taxable capital gains, respectively.

Expiry of Non-capital Losses	
2034	24
2035	444
2036	450
2037	280
2038	286
2039	331
Total	1,815

At December 31, 2019, the Company had an unrecognized deferred tax liability of \$0.5 million (2018 - \$0.6 million) for aggregate taxable temporary differences of \$2 million (2018 - \$2 million) associated with its investments in subsidiaries because the Company controls whether the profits will be distributed and the Company is satisfied that the liability will not be incurred in the foreseeable future.

The Company has not recognized a deferred tax asset in respect of realized and unrealized losses on account of capital of \$177 million (2018 - \$239 million) as it is not probable at this time that it will have sufficient future capital gains to utilize these amounts.

18. SHARE CAPITAL

The Company is authorized to issue an unlimited number of no-par value common shares and non-voting Class A convertible preferred shares.

Common shares	2019		2018	
	Number of Shares	Amount	Number of Shares	Amount
<i>(\$millions, except number of shares)</i>				
Balance, beginning of year	488,233,871	2,165	488,233,871	2,165
Issued	831,606,000	620	—	—
Balance, end of year	1,319,839,871	2,785	488,233,871	2,165

Class A convertible preferred shares

No Class A convertible preferred shares ("Preferred Shares") have been issued. Preferred Shares are entitled to receive fixed, cumulative, annual preferential dividends in Canadian dollars at a rate equal to LIBOR plus 1.6% per annum. The Preferred Shares are subject to a redemption amount ("Redemption Amount") equal to unpaid dividends and the value of any note payable extinguished by their issuance. The Preferred Shares shall convert, without payment of additional consideration, into that number of common shares determined by dividing the Redemption Amount by the fair market value per common share at the time of conversion. The conversion will occur two years from the date of the issuance of a Preferred Share or on an earlier date selected by the holder of the Preferred Share. Subject to the provisions of the Business Corporations Act (Alberta), any holder of the Preferred Shares may at any time demand that the Company redeem all or any part of such Preferred Shares by payment to the holder of the Redemption Amount in respect of such shares. In the event of liquidation, dissolution

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or winding-up of the Company, the holders of the Preferred Shares shall be entitled to receive for each such share, in priority to the holders of common shares, the Redemption Amount.

Restrictions on share transfers

No shareholder is entitled to transfer any share to any person who is not a shareholder of the Company unless the transfer is approved by the Board of Directors.

Other provisions

Other provisions included in the Articles of Incorporation that impact Shareholder's Equity include:

- The number of direct or indirect owners of securities (excluding non-convertible debt securities) of the Company is limited to a maximum of 50, not including employees and former employees of the Company or any of its affiliates.
- Public subscriptions are prohibited.
- The Company has a lien on shares held by a shareholder to provide for any circumstance in which a shareholder has debt owed to the Company.

19. SEGMENTED INFORMATION

SCEL has three operating segments all of which operate in Canada. The Company recognizes its joint arrangement with Syncrude as a joint operation and accordingly records its share of the assets, liabilities, revenues and expenses (proportionately consolidates) of this operation which are represented as the Oil Sands segment. Development and Production ("D&P") represents conventional oil and natural gas assets. The NMJV segment represents the Company's ownership interest in certain Petronas assets. The Corporate segment includes company-wide costs for general and administrative and financing activities. Segment information as at and for the years ended December 31, 2019 and 2018 is set out below.

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	Oil Sands		D&P		NMJV		Corporate		Total	
	2019	2018	2019	2018	2019	2018	2019	2018	2019	2018
Revenues										
Oil	542	442	54	57	5	7	—	—	601	506
Gas	—	—	57	60	33	33	—	—	90	93
Natural Gas Liquids	—	—	46	49	6	9	—	—	52	58
Oil and natural gas	542	442	157	166	44	49	—	—	743	657
Less: royalties	(65)	(3)	(17)	(12)	—	(1)	—	—	(82)	(16)
	477	439	140	154	44	48	—	—	661	641
Expenses										
Operating	319	317	91	92	45	50	—	—	455	459
Exploration	—	—	33	6	—	—	—	—	33	6
Net recovery on cancellation of NMJV LNG Project	—	—	—	—	—	(1)	—	—	—	(1)
Loss (gain) on divestiture of assets	2	6	3	—	1	(1)	—	—	6	5
Depletion, depreciation, amortization and impairments of PPE	176	165	153	129	58	51	2	3	389	348
Impairments of E&E	—	—	—	77	—	—	—	—	—	77
Segment expenses	497	488	280	304	104	99	2	3	883	894
Segment loss before tax	(20)	(49)	(140)	(150)	(60)	(51)	(2)	(3)	(222)	(253)
General and administrative							24	29	24	29
Finance charges							141	146	141	146
Foreign exchange loss							2	1	2	1
Loss on financial instruments							90	3	90	3
Loss before income tax							(259)	(182)	(479)	(432)
Income tax benefit							(204)	(50)	(204)	(50)
Loss									(275)	(382)

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	Oil Sands		D&P		NMJV		Corporate		Total	
	2019	2018	2019	2018	2019	2018	2019	2018	2019	2018
Property, plant and equipment	4,504	4,551	1,347	1,336	1,500	1,449	15	8	7,366	7,344
Exploration and evaluation assets	—	—	40	68	—	—	—	—	40	68
Assets	4,653	4,747	1,405	1,412	1,511	1,482	15	10	7,584	7,651
Capital expenditures	43	53	90	43	45	20	3	1	181	117

20. FINANCE CHARGES

	2019	2018
Bank debt and other interest	174	170
Realized gain on interest rate swap	(48)	(39)
Interest expense on employee future benefits	2	2
Accretion of asset retirement obligations (note 15)	13	13
	141	146

21. RELATED PARTY TRANSACTIONS

Inter-relationship with State Owned Enterprises of the People's Republic of China

SCEL's shareholders, CCP, CCHG and CRHC, are all State Owned Enterprises of the Government of the People's Republic of China ("PRC"). Huadian is also controlled by the PRC by means of the PRC's governance structures.

Related Party Transactions

Transactions between related parties, including amounts due to and from affiliates and due to Company Shareholder (note 14), are recorded at the exchange amount agreed to between them. Unless otherwise noted in these financial statements, the exchange amount approximates fair value at the date of transaction and is premised on terms common to transactions entered into with arm's length parties.

Unipeac America Inc., an affiliate of SCEL, was contracted to sell all SCEL's Syncrude Sweet Premium production from Syncrude. Total sales in the year ended December 31, 2019 were \$542 million (2018 - \$442 million). The amount due from Unipeac America Inc. at December 31, 2019 is \$58 million (December 31, 2018 - \$19 million) and is included in accounts receivable.

The Company's shareholder loaned \$84 million (2018 - \$159 million) to the Company in the period to fund the Company's operations. The Company reimburses its parent company for certain travel and accommodation expenses.

On February 6, 2017, the Company entered into a \$100 million loan provided by Chaparral Resources Inc., another subsidiary of SIPC, domiciled in Delaware, USA. The loan bore interest at LIBOR plus a specified rate and was

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guaranteed by the Company's parent company TipTop with a repayment date of February 5, 2018. On February 4, 2018, Chaparral Resources Inc. extended the repayment date of the loan to February 5, 2019. The Company could repay loan amounts under the agreement by providing thirty days notice. The Company had drawn down \$97 million under that facility prior to August 2, 2018 when the loan was repaid in full.

Note 13 describes the swap transaction between SCEL and Century Bright.

Key Management Compensation

The Company's key management personnel have been identified as the seven directors as well as the executive management team of the Company. The executive management team is comprised of the Chief Executive Officer (also a director), Executive Vice President & Chief Financial Officer (also a director), Chief Expert (also a director), Executive Vice President, Chief Expert of Operations and the Executive Vice President, Corporate Development. The former Executive Vice President & Chief Financial Officer (also a former director) of the Company and former Executive Vice President & Chief Operating Officer (also a former director) are included as a component of the key management personnel for compensation disclosure purposes in 2019 and 2018. The former Chief Executive Officer (also a former director) of the Company is included as a component of the key management personnel for compensation disclosure purposes in 2018.

	2019	2018
Salaries, Director Fees and Short-Term Benefits	4	3
Other Long-Term Benefits	—	2
Total	4	5

Other long-term benefits vest over three years and are subject to a performance multiplier which is dependent on the Company's performance (see also note 16).

22. SUPPLEMENTAL DISCLOSURE

Comprehensive Income Statement Presentation

The Company's consolidated statements of loss and comprehensive loss are prepared primarily by nature of expense with the exception of employee compensation costs, including employee future benefits, which are included in the following accounts.

	2019	2018
General and administrative	16	21
Operating	94	89
	110	110

The following table provides a detailed breakdown of certain line items contained within cash flow from operating and investing activities:

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	2019	2018
Accounts receivable	(42)	46
Accounts payable and accrued liabilities	82	(54)
Inventory	(3)	—
Total change in non-cash working capital	37	(8)
Operating activities	28	(3)
Investing activities	9	(5)
Total change in non-cash working capital	37	(8)

23. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

The Company's financial instruments include cash and cash equivalents, accounts receivable, income taxes receivable, investments, accounts payable and accrued liabilities, derivatives, amounts due to related parties, amounts due to Company Shareholder and bank debt.

The fair values of cash and cash equivalents, accounts receivable, income tax receivable, accounts payable and accrued liabilities, amounts due to related parties, and amounts due to Company shareholder approximate their carrying values due to the nature of the items or the short time to maturity. The Company's term loans bear interest at floating market rates and, accordingly, their fair value approximates their carrying amount. Investments, comprising the shares held in Gear, are carried at their fair value using transaction prices obtained from publicly traded markets. These amounts are Level 1 fair value measurements which are fair value measurements based on unadjusted quoted market prices.

Level 2 fair value measurements are based on valuation models and techniques where the significant inputs are derived from quoted indices. At December 31, 2019, the Company measures its derivative assets and liabilities arising from its interest swap transaction (note 13) using Level 2 fair value measurements incorporating observable market data including quoted market prices and interest rate yield curves.

Level 3 fair value measurements are based on unobservable information.

Risk Management Overview

The Company is exposed to financial risks arising from its financial assets and liabilities that include credit and liquidity risk in addition to the market risks associated with commodity prices, and interest and foreign exchange rates. Net earnings, cash flows and the fair value of financial assets may fluctuate due to movement in market prices or as a result of the Company's exposure to credit and liquidity risks. This note presents information about the Company's exposure to each of the above risks, the Company's objectives, policies and processes for measuring and managing risk, and the Company's management of capital. Further quantitative disclosures are included throughout these consolidated statements.

The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company's management has implemented and continues to maintain and monitor risk management procedures for the benefit of the organization.

The Company's risk management policies are established to: (i) identify and analyze the risks faced by the Company; (ii) set appropriate risk limits and controls; and (iii) monitor risks and consider the implications of market conditions in relation to the Company's activities.

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Credit Risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations and arises principally from the Company's receivables from joint venture partners and oil and natural gas marketers.

Aging of Outstanding Receivable Balances and Prepaid Expenses, Net of Allowance

As at December 31	2019	2018
Current (90 days or less)	85	45
Past due (more than 90 days)	2	—
Total	87	45

The Company has provided an allowance for doubtful accounts as at December 31, 2019 of \$1 million (2018 - \$1 million).

The Company does not typically obtain collateral from its oil and natural gas marketers or joint venture partners. The credit risk exposure for oil and natural gas marketers is mitigated through the use of Board-approved credit policies governing the Company's credit portfolio and with credit practices that limit transactions according to counterparty credit quality as well as requiring collateral where deemed appropriate.

Cash and cash equivalents are held by major financial institutions. The credit risk from joint venture receivables is mitigated by obtaining partner approval of significant capital expenditures prior to expenditure and in certain circumstances may require cash deposits in advance of incurring financial obligations on behalf of joint venture partners. However, the receivables are from participants in the oil and natural gas sector and collection of the outstanding balances is dependent on industry factors such as changes in commodity prices, escalating costs and the risk of unsuccessful drilling. In addition, further risk exists with joint venture partners from occasional contractual disputes that increase the potential for non-collection. The Company does have the ability to withhold production from joint venture partners in the event of non-payment or may be able to register security on the assets of joint venture partners.

The carrying amount of cash and cash equivalents, accounts receivable, income tax receivable, investments and derivative assets represents the Company's maximum credit exposure.

As at December 31, 2019, receivables of approximately \$58 million (2018 - \$19 million) were due from a related party, Unipet America Inc., who is contracted to sell the Company's share of Syncrude production. There are no other receivables from customers with more than 10% of total revenues for December 2019.

Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they are due. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking harm to the Company's reputation.

The Company has the support of its operating parent, SIPC, and its ultimate parent, CPC, in addition to CCHG and CRHC. The Company monitors its cash inflows and outflows and required financing for capital expenditures. SIPC provides funding as required. The Company prepares annual capital expenditure budgets, which are regularly

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monitored and updated as considered necessary. The Company utilizes authorizations for expenditures on both operated and non-operated projects to further manage capital expenditures.

The timing of undiscounted cash outflows relating to the financial liabilities outstanding as at December 31, 2019 is outlined in the table below:

Contractual Maturities of Financial Liabilities	< 1 Year	1 - 2 Years	3 - 5 Years
Accounts payable and accrued liabilities (note 12)	187	—	—
Due to Company Shareholder (note 14)	3,053	—	—
Bank debt - principal (note 13)	1,000	3,290	—
Total	4,240	3,290	—

The timing of undiscounted cash outflows relating to the financial liabilities outstanding as at December 31, 2018 is outlined in the table below:

Contractual Maturities of Financial Liabilities	< 1 Year	1 - 2 Years	3 - 5 Years
Accounts payable and accrued liabilities (note 12)	130	—	—
Due to Company Shareholder (note 14)	2,937	—	—
Bank debt - principal (note 13)	620	1,000	3,290
Total	3,687	1,000	3,290

Market Risks

Market risk is the risk that changes in market prices, such as foreign exchange rates, commodity prices, and interest rates will affect the Company's operations, net income or the value of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable limits, while maximizing long-term returns. The Company utilizes physical delivery sales contracts to manage market risks. All such transactions are conducted in accordance with the Company's established risk management procedures.

Commodity price risk

Commodity price risk is the risk that the fair value of future cash flows will fluctuate as a result of changes in commodity prices. Commodity prices for oil and natural gas are impacted by world economic events that dictate the levels of supply and demand as well as the currency exchange rate relationship between the Canadian and United States dollar. The Company may elect to mitigate commodity price risk through the use of various physical delivery sales contracts. Any such transactions are conducted in accordance with the Company's established risk management procedures. There are no physical delivery sales contracts outstanding as at December 31, 2019 and 2018.

Interest rate risk

Interest rate risk is the risk that future cash flows will fluctuate as a result of changes in market interest rates. The Company is exposed to interest rate risk to the extent that changes in LIBOR rates will impact its various debt facilities which are subject to floating interest rates. Assuming all other variables remain constant, an increase or decrease of 10 basis points in LIBOR rates in the year ended December 31, 2019 would have decreased or increased pre-tax net earnings by \$5 million. The Company had no other financial contracts in place as at or during

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the year ended December 31, 2019 except for the interest rate swap with Century Bright (notes 13 and 21). Realized and unrealized gains and losses on the interest rate swap are as follows.

Realized and unrealized (gains) loss on interest rate swap	2019	2018
Realized gain	(48)	(39)
Unrealized loss	90	2

Carrying Amount of Interest-bearing Financial Instruments

At December 31,	2019	2018
Bank of China (London) (note 13)	3,290	3,290
Bank of China (London) 2 (note 13)	—	620
ABC Syndicated Term Loan (note 13)	1,000	1,000
Total	4,290	4,910

Foreign currency exchange rate risk

Foreign exchange risk is the risk that the fair value of future cash flows will fluctuate as a result of changes in foreign exchange rates. While the Company's oil and natural gas sales in SDEL and SHMLP are denominated in Canadian dollars, the underlying market prices in Canada for oil and natural gas are impacted by changes in the exchange rate between the Canadian and United States dollar. Therefore, the effects of foreign exchange fluctuations are embedded in the Company's results and the total effect of foreign exchange fluctuations are not separately identifiable. Fluctuations in the US dollar exchange rate will impact exchange gains and losses recorded in profit and loss and also foreign currency translation in other comprehensive income and accumulated other comprehensive income. An increase or decrease of 1 cent in the exchange rate between the Canadian and United States dollar will correspondingly increase or decrease other comprehensive income and accumulated other comprehensive income by approximately \$15 million.

Capital Management

SCEL is an indirect subsidiary of CPC through which CPC has invested in Canada's oil sands and conventional oil and natural gas industries. CPC strategically oversees its allocation of equity and debt capital based on group needs and opportunities. CPC, through its subsidiaries, maintains hands-on involvement in the day-to-day management of cash inflows and outflows and determines equity needs and debt borrowings for the longer term. The Company targets to fully finance its capital expenditures over the long term but may not fully finance these expenditures within annual periods. CPC guarantees the interest and principal of the Company's ABC Syndicated Term Loan.

The Company prepares annual capital expenditure budgets, which are updated as necessary depending on varying factors including current and forecast commodity prices and production levels, the success of the capital expenditure program and general industry conditions.

24. COMMITMENTS AND CONTINGENCIES

Contractual Obligations and Commitments

The following is a summary of the Company's contractual obligations and commitments as at December 31, 2019:

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Commitments	2020	2021	2022	2023	2024	Thereafter
Leases	9	6	4	4	4	4
Capital commitments	5	2	1	2	—	—
Natural gas purchases and transportation	29	24	13	12	11	45
Pension plan deficiency payments	2	2	2	2	2	7
Due to Company Shareholder	3,053	—	—	—	—	—
Bank debt (note 13)	1,000	3,290	—	—	—	—
Interest on bank debt (note 13)	36	17	—	—	—	—
Total	4,134	3,341	20	20	17	56

Pension plan deficiency payments represent the Company's share of the required solvency payments for Syncrude's defined benefit plan as determined by actuarial valuation.

The interest on bank debt includes the payments made and received for the interest rate swap (note 13).

In addition to the above, the following contingencies exist at December 31, 2019.

Legal Claims Contingency

The Company is involved in litigation and claims arising in the normal course of operations. Management is of the opinion that pending litigation will not have a material adverse impact on the Company's financial position or results of operations.

Income and Other Tax Uncertainties

The Company files income tax, goods and services tax and other tax returns with various provincial and federal taxation authorities in Canada. There can be differing interpretations of applicable tax laws and regulations. The resolution of these tax positions through negotiations or litigation with tax authorities can take several years to complete. The Company does not anticipate that there will be any material impact upon the results of its operations, financial position or liquidity.

SINOPEC CANADA ENERGY LTD.

Notes to the Consolidated Financial Statements

For the years ended December 31, 2019 and 2018

(all amounts in millions of US dollars, unless otherwise stated)



25. SUBSEQUENT EVENTS

On February 3, 2020, the Company received \$200 million from its parent Tip Top as a capital injection. It also received funds of \$800 million from a related party that are unsecured, repayable on demand and interest free. These proceeds were used to repay the \$1 billion ABC Syndicated Term Loan (note 13) in full on its maturity date of February 6, 2020.

Board of Directors

Xue Weisong (Chairman) ^{(1) (4)}

Chief Financial Officer
Sinopec International Petroleum Exploration and
Production Corporation
Beijing, China

Tan Xiaoping ^{(1) (2) (3) (4)}

Deputy Director General (International Cooperation
Department)
China Petrochemical Corporation
Beijing, China

Chen Guangjun ⁽³⁾

Chief Executive Officer
Sinopec Daylight Energy Ltd.
Calgary, Alberta

Michael Laffin, Q.C. ^{(1) (2) (3) (4) (5)}

Retired Partner (Major Canadian Law Firm)
& Corporate Director
Calgary, Alberta

Howard Balloch ^{(1) (2) (3) (4) (5)}

Corporate Director & Private Investor
Hong Kong, China

Ding Yanxia

Executive Vice President and Chief Financial Officer
Sinopec Daylight Energy Ltd.
Calgary, Alberta

Gong Jiuhe ⁽²⁾

Chief Expert
Sinopec Daylight Energy Ltd.
Calgary, Alberta

Members of the following Committees:

- (1) Audit and Risk
- (2) Environment, Health & Safety and Reserves
- (3) Corporate Governance
- (4) Human Resources & Compensation
- (5) Independent Director

Executive Team

Chen Guangjun

Chief Executive Officer

Ding Yanxia

Executive Vice President and Chief Financial Officer

Jim Broughton

Executive Vice President, Corporate Development

Gong Jiuhe

Chief Expert

Wei Fujun

Executive Vice President & Corporate Secretary

Yanseng See

Chief Expert of Operations

Auditors

PricewaterhouseCoopers LLP
Chartered Accountants
Calgary, Alberta

Evaluation Engineers

McDaniel and Associated Consultants Ltd.
Calgary, Alberta



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