FORM 5

QUARTERLY LISTING STATEMENT

Name of Listed Issuer: Advantagewon Oil Corp (the "Issuer").

Trading Symbol: AOC

This Quarterly Listing Statement must be posted on or before the day on which the Issuer's unaudited interim financial statements are to be filed under the *Securities* Act, or, if no interim statements are required to be filed for the quarter, within 60 days of the end of the Issuer's first, second and third fiscal quarters. This statement is not intended to replace the Issuer's obligation to separately report material information forthwith upon the information becoming known to management or to post the forms required by the Exchange Policies. If material information became known and was reported during the preceding quarter to which this statement relates, management is encouraged to also make reference in this statement to the material information, the news release date and the posting date on the Exchange website.

General Instructions

(a) Prepare this Quarterly Listing Statement using the format set out below. The sequence of questions must not be altered nor should questions be omitted or left unanswered. The answers to the following items must be in narrative form. When the answer to any item is negative or not applicable to the Issuer, state it in a sentence. The title to each item must precede the answer.

(b) The term "Issuer" includes the Listed Issuer and any of its subsidiaries.

(c) Terms used and not defined in this form are defined or interpreted in Policy 1 – Interpretation and General Provisions.

There are three schedules which must be attached to this report as follows:

SCHEDULE A: FINANCIAL STATEMENTS

Financial statements are required as follows:

For the first, second and third financial quarters interim financial statements prepared in accordance with the requirements under Ontario securities law must be attached.

If the Issuer is exempt from filing certain interim financial statements, give the date of the exempting order.

A copy of the condensed interim consolidated financial statements of the Issuer for the three and nine months ended September 30, 2022 as filed with the securities regulatory authorities, are attached to this Form 5 – Quarterly Listing Statement as Schedule "A".

SCHEDULE B: SUPPLEMENTARY INFORMATION

The supplementary information set out below must be provided when not included in Schedule A.

1. Related party transactions

See Note 19 on page 19 of the Financial Statements for related party transaction disclosure.

2. Summary of securities issued and options granted during the period.

Provide the following information for the period beginning on the date of the last Listing Statement (Form 2A):

(a) summary of securities issued during the period,

See Notes 12 and 13 on pages 15 and 16 of the Financial Statements for a summary of securities issued during the period.

3. Summary of securities as at the end of the reporting period.

Provide the following information in tabular format as at the end of the reporting period:

(a) description of authorized share capital including number of shares for each class, dividend rates on preferred shares and whether or not cumulative, redemption and conversion provisions,

See Note 13 on page 15 of the Financial Statements for a summary of securities issued during the period.

(b) number and recorded value for shares issued and outstanding,

See Note13 on pages 15, 16 of the Financial Statements for a summary of securities issued during the period.

(c) description of options, warrants and convertible securities outstanding, including number or amount, exercise or conversion price and expiry date, and any recorded value, and

See Note 14 on page 17 of the Financial Statements for a summary of securities outstanding during the period.

(d) number of shares in each class of shares subject to escrow or pooling agreements or any other restriction on transfer.

There are no shares subject to escrow of pooling agreements or any other restriction on transfer.

4. List the names of the directors and officers, with an indication of the position(s) held, as at the date this report is signed and filed.

Carlos Brasil – CEO
Paul Haber – Executive Chairman
Frank Kordy – Interim CFO, Corporate Secretary and Director; and
Stan Dimakos - Director

SCHEDULE C: MANAGEMENT DISCUSSION AND ANALYSIS

A copy of the Issuer's management's discussion and analysis for the three and nine months ended September 30, 2022 is attached hereto as Schedule "B".

Certificate Of Compliance

The undersigned hereby certifies that:

1. The undersigned is a director and/or senior officer of the Issuer and has been duly authorized by a resolution of the board of directors of the Issuer to sign this Quarterly Listing Statement.

2. As of the date hereof there is no material information concerning the Issuer which has not been publicly disclosed.

3. The undersigned hereby certifies to the Exchange that the Issuer is in compliance with the requirements of applicable securities legislation (as such

term is defined in National Instrument 14-101) and all Exchange Requirements (as defined in CNSX Policy 1).

4. All of the information in this Form 5 Quarterly Listing Statement is true.

Dated: December 8, 2022.

Paul Haber
Name of Director or Senior Officer

"Paul Haber"
Signature

Executive Chairman
Official Capacity

Issuer Details Name of Issuer Advantagewon Oil Corp.	For Quarter Ended September 30, 2022	Date of Report YY/MM/D 2022/12/8
Issuer Address 47 Colborne Street, Suite 307		
City/Province/Postal Code Toronto, Ontario M5E 1P8	Issuer Fax No. (N/A)	Issuer Telephone No. (647) 466-4037
Contact Name Paul Haber	Contact Position Executive Chairman	Contact Telephone No. (647) 466-4037
Contact Email Address paul.haber@aoc-oil.com	Web Site Address www.aoc-oil.com	

Schedule "A"
Financial Statements

(*Please see attached.*)

ADVANTAGEWON

OIL CORP.

CSE: AOC | OTC Pink: ANTGF

ADVANTAGEWON OIL CORPORATION

Condensed Interim Consolidated Financial Statements

(Expressed In Canadian Dollars)

(Unaudited – Prepared By Management)

For The Three And Nine Months Ended September 30, 2022

Q3 2022

WWW.AOC-OIL.COM

Notice To Reader

The accompanying unaudited condensed consolidated interim financial statements of Advantagewon Oil Corporation have been prepared by and are the responsibility of management. The unaudited condensed consolidated interim financial statements have not been reviewed by the Company's auditors.

Advantagewon Oil Corporation
Condensed Interim Consolidated Statements of Financial Position
(Expressed in Canadian Dollars)
Unaudited

	As at September 30, 2022	As at December 31, 2021
ASSETS		
Current assets		
Cash	$ 5,563	$ 101,216
Trade and other receivables (note 5)	549	17,289
Prepaid expenses	14,717	41,412
Current portion of investment in sublease (note 7)	-	2,032
Loan to Starvolt Power Inc. (note 10)	1,038,723	-
Total current assets	1,059,552	161,949
Loan to Starvolt Power Inc. (note 10)	-	1,000,826
Right of use asset (note 7)	104,600	-
Total assets	$ 1,164,152	$ 1,162,775
EQUITY AND LIABILITIES		
Current liabilities		
Accounts payable and accrued liabilities (note 19)	545,534	358,199
Lease liability - current portion (note 7)	19,850	1,854
Total current liabilities	565,384	360,053
Non-current liabilities		
Long-term lease liability (note 7)	88,801	-
Long-term loans payable (note 11)	27,634	22,141
Total liabilities	681,819	382,194
Equity		
Common shares (note 13)	20,072,738	20,072,738
Shares to be issued	6,000	6,000
Warrants reserve (note 14)	1,085,513	1,127,463
Accumulated other comprehensive income	961,371	961,029
Accumulated deficit	(21,643,289)	(21,386,649)
Total equity	482,333	780,581
Total equity and liabilities	$ 1,164,152	$ 1,162,775

Description of business (note 1)
Subsequent event (note 21)

"Frank Kordy", Director   "Paul Haber", Director

The accompanying notes to the unaudited condensed consolidated interim financial statements are an integral part of these statements.

Advantagewon Oil Corporation
Condensed Interim Consolidated Statements of Loss and Comprehensive Loss
(Expressed in Canadian Dollars)
Unaudited

	Three Months Ended September 30, 2022	Three Months Ended September 30, 2021	Nine Months Ended September 30, 2022	Nine Months Ended September 30, 2021
		(Restated note 20)		(Restated note 20)
Operating expenses				
General, office and miscellaneous (note 19)	**69,177**	501,817	**304,100**	1,711,351
Depreciation (note 7)	**6,034**	-	**16,092**	-
Total operating expenses	**75,211**	501,817	**320,192**	1,711,351
Loss before other items	**(75,211)**	(501,817)	**(320,192)**	(1,711,351)
Interest and accretion (notes 7, 10 and 11)	**7,768**	11,611	**23,634**	(192,691)
Termination of sub lease	**-**	-	**(2,032)**	-
Share of (loss) on investment (note 10)	**-**	(44,240)	**-**	(378,817)
Bargain purchase (note 10)	**-**	-	**-**	(753,833)
Loss on settlement of accounts payable with shares	**-**	(101,977)	**-**	(101,977)
Net loss for the period on continued operations	**$ (67,443)**	$ (636,423)	**$ (298,590)**	$ (3,138,669)
Discontinued operations				
Income from discontinued operations (note 4)	**-**	539,746	**-**	565,993
Net loss for the period	**(67,443)**	(96,677)	**(298,590)**	(2,572,676)
Other comprehensive loss				
Exchange difference on translation of foreign subsidiaries	**(731)**	(142,940)	**(342)**	355
Total loss and comprehensive loss for the period	**$ (68,174)**	$ (239,617)	**$ (298,932)**	$ (2,572,321)
Basic and diluted net loss per share (note 17)				
Basic and diluted net loss per share	**$ (0.00)**	$ (0.02)	**$ (0.01)**	$ (0.08)
Basic and diluted net loss per share - continued operations	**$ (0.00)**	$ (0.02)	**$ (0.01)**	$ (0.09)
Weighted average number of common shares outstanding	**47,840,492**	38,534,529	**47,840,492**	33,795,809

The accompanying notes to the unaudited condensed consolidated interim financial statements are an integral part of these statements.

Advantagewon Oil Corporation
Condensed Interim Consolidated Statements of Cash Flows
(Expressed in Canadian Dollars)
Unaudited

	Nine Months Ended September 30, 2022	Nine Months Ended September 30, 2021
		(Restated note 20)
Operating activities		
Net loss for the period	**$ (298,590)**	$ (3,138,669)
Adjustments for:		
Non cash expenses (note 18)	**(5,168)**	1,455,024
Adjustments in the movement of working capital:		
Trade accounts and other receivables	**16,740**	(27,565)
Prepaid expenses	**26,695**	6,829
Cash held in trust	**-**	500,000
Accounts payable and accrued liabilities	**187,335**	531,824
Net cash used in operating activities	**(72,988)**	(672,557)
Investing activities		
Principal payment on net investment in lease	**-**	18,544
Loan to Starvolt Power	**-**	(988,370)
Proceeds from disposition of oil and gas property	**-**	1
Net cash (used in) provided by investing activities	**-**	(969,825)
Financing activities		
Proceeds from issuance of common shares	**-**	1,975,036
Lease payments	**(22,665)**	(16,931)
Warrants exercised	**-**	133,879
Repayment of loans payable	**-**	(432,494)
Net cash provided by (used in) financing activities	**(22,665)**	1,659,490
Net change in cash	**(95,653)**	17,108
Cash, beginning of period	**101,216**	18,842
Cash, end of period	**$ 5,563**	$ 35,950

The accompanying notes to the unaudited condensed consolidated interim financial statements are an integral part of these statements.

Advantagewon Oil Corporation
Condensed Interim Consolidated Statements of Changes in Equity
(Expressed in Canadian Dollars)
Unaudited

	Common shares	Shares to be issued	Warrant reserve	Share-based payments	Accumulated other comprehensive income	Deficit	Total
Balance, December 31, 2020	**$ 16,168,098**	**$ 6,000**	**$ 745,905**	**$ 389,417**	**$ 961,267**	**$(19,570,994)**	**$ (1,300,307)**
Issuance of Units (net of share costs)	959,092	-	1,015,945	-	-	-	1,975,037
Shares issued for accounts payable	1,381,132	-	-	-	-	-	1,381,132
Shares issued for acquisition of minority interest in Starvolt Power	1,132,650	-	-	-	-	-	1,132,650
Expiry of warrants	-	-	(576,502)	-	-	576,502	-
Warrants exercised	296,764	-	(57,885)	-	-	-	238,879
Currency translation	-	-	-	-	(355)	-	(355)
Net loss for the period	-	-	-	-	-	(2,572,676)	(2,572,676)
Balance, September 30, 2021	**$ 19,937,736**	**$ 6,000**	**$ 1,127,463**	**$ 389,417**	**$ 960,912**	**$(21,567,168)**	**$ 854,360**
Balance, December 31, 2021	**$ 20,072,738**	**$ 6,000**	**$ 1,127,463**	**$ -**	**$ 961,029**	**$(21,386,649)**	**$ 780,581**
Warrants expired	-	-	(41,950)	-	-	41,950	-
Currency translation	-	-	-	-	342	-	342
Net loss for the period	-	-	-	-	-	(298,590)	(298,590)
Balance, September 30, 2022	**$ 20,072,738**	**$ 6,000**	**$ 1,085,513**	**$ -**	**$ 961,371**	**$(21,643,289)**	**$ 482,333**

The accompanying notes to the unaudited condensed consolidated interim financial statements are an integral part of these statements.

1. Description of business and going concern

Advantagewon Oil Corporation (or the "Company") was incorporated under the laws of the Province of Ontario on July 10, 2013. The Company is engaged in the acquisition, exploration, development and production of oil and gas reserves in North America. The address of its registered office is 47 Colborne Street, Suite 307, Toronto, Ontario, M5E 1P8.

The Company's common shares trade on the Canadian Securities Exchange under the trading symbol "AOC" and on the OTC Pink Sheets under the trading symbol "ANTGF".

During the year ended December 31, 2021, the Company sold its remaining oil interests in Canada. On February 19, 2021 the Company acquired approximately 30% of the outstanding common shares in the capital of Starvolt Power Inc., (Starvolt"). The Company is now focus on delivering cost-effective power solutions, which is a core element of StarVolt's proprietary solar skin technology, with a rejuvenated focus on StarVolt's line of New Energy Vehicles ("NEVs") and sustainable mobility networks.

Going concern

The Company incurred a net loss during the nine months ended September 30, 2022 of $298,932 (2021 - $2,572,321) and had an accumulated deficit of $21,643,289 (December 31, 2021 - $21,386,649). As at September 30, 2022, the Company had a working capital $494,168 (December 31, 2021 - working capital deficit of $198,104). These conditions indicate material uncertainties that may cast significant doubt on the Company's ability to continue as a going concern.

The Company's ability to continue as a going concern and realize its assets and discharge its liabilities in the normal course of business is dependent upon maintaining sustained profitability. There are various risks and uncertainties affecting the Company's operations including, but not limited to, revenue from NEVs and mobility networks. Given the volatility global parts shortages and supply chain issues, it may be difficult to generate needed revenue and raise capital when needed. Because of continuing operating losses, the Company's continuance as a going concern is dependent upon its ability to obtain adequate financing and to reach profitable levels of operations. It is not possible to predict whether financing efforts will be successful or if the Company will attain profitable levels of operations. Material uncertainties as mentioned above cast significant doubt upon the Company's ability to continue as a going concern.

These unaudited condensed consolidated interim financial statements have been prepared on the basis of accounting principles applicable to a going concern. Accordingly, they do not give effect to adjustments that would be necessary should the Company be unable to continue as a going concern and therefore be required to realize its assets and liquidate its liabilities and commitments in other than the normal course of business and at amounts different from those in the accompanying unaudited condensed consolidated interim financial statements. Such adjustments could be material. The Company may periodically have to raise funds to continue operations and, although it has been successful in doing so in the past, there is no assurance it will be able to do so in the future

COVID-19

Novel Coronavirus ("COVID-19") – The Company's operations have and will be significantly adversely affected by the effects of the widespread global outbreak of contagious disease, including the outbreak of respiratory illness caused by COVID-19. The Company cannot accurately predict the impact COVID-19 has had and will have on its operations and the ability of others to meet their obligations with the Company, including uncertainties relating to the ultimate geographic, demographic and temporal spread of the virus, the severity of the disease, the duration of the outbreak(s), and quarantine restrictions imposed by governments of affected countries from time to time. It is clear that the disease has impacted global parts, supply chains and the availability of capital. Significant outbreak(s) of contagious diseases in the human population could result in a widespread health crisis that could adversely affect the economies and financial markets of many countries, resulting in an economic downturn that could further affect the Company's operations and ability to finance its operations.

2. Basis of presentation

The unaudited condensed consolidated interim financial statements of the Company and its subsidiaries have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board, applicable to the preparation of interim financial statements, as set out in IAS 34 Interim Financial Reporting

These unaudited condensed consolidated interim financial statements include the accounts of the Company, together with its wholly-owned subsidiaries, Advantagewon Oil US Corporation (USA) ("AOC US"), Ainslie Oil Corporation (Canada) ("Ainslie"), Albaro Oil Corp. (Canada) ("Albaro"), and Plutus US Oil Corporation (USA) ("Plutus").

The unaudited condensed consolidated interim financial statements of the Company and its subsidiaries have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board, and interpretations of the International Financial Reporting Interpretations Committee ("IFIRC").

The Company has consistently applied the same accounting policies throughout all periods presented except as noted in changes and impact of new accounting policies adopted effective January 1, 2021 and 2022 and in Note 4 restatement of prior periods to account for discontinued operations.

The unaudited condensed consolidated interim financial statements were approved and authorized for issuance by the Company's Board of Directors on November 29, 2022.

Basis of measurement

These unaudited condensed consolidated interim financial statements have been prepared on a historical cost basis except for certain financial instruments, which are measured at fair value as explained in these unaudited condensed consolidated interim financial statements. These unaudited condensed consolidated interim financial statements have been prepared using the accrual basis of accounting except for cash flow information.

Functional currency is the currency of the primary economic environment in which a company operates. The functional currency of the Company, Ainslie, and Albaro is Canadian dollars ("CAD"). The functional currency of AOC US and Plutus is the United States dollar ("USD"). These unaudited condensed consolidated interim financial statements are presented in CAD.

3. Significant accounting policies

New accounting policies

Certain pronouncements were issued by the IASB or the IFRIC that are mandatory for accounting periods on or after January 1, 2022 or later periods. Many are not applicable or do not have a significant impact to the Company and have been excluded.

IAS 16 – Property, Plant and Equipment ("IAS 16") was amended. The amendments introduce new guidance, such that the proceeds from selling items before the related property, plant and equipment is available for its intended use can no longer be deducted from the cost. Instead, such proceeds are to be recognized in profit or loss, together with the costs of producing those items. The amendments are effective for annual periods beginning on January 1, 2022. Adoption of the amendment did not have a significant impact on the Company's unaudited condensed consolidated interim financial statements.

3. Significant accounting policies (continued)

New accounting policies (continued)

IAS 37 – Provisions, Contingent Liabilities, and Contingent Assets ("IAS 37") was amended. The amendments clarify that when assessing if a contract is onerous, the cost of fulfilling the contract includes all costs that relate directly to the contract – i.e. a full-cost approach. Such costs include both the incremental costs of the contract (i.e. costs a company would avoid if it did not have the contract) and an allocation of other direct costs incurred on activities required to fulfill the contract – e.g. contract management and supervision, or depreciation of equipment used in fulfilling the contract. The amendments are effective for annual periods beginning on January 1, 2022. Adoption of the amendment did not have a significant impact on the Company's unaudited condensed consolidated interim financial statements.

New standards not yet adopted and interpretations issued but not yet effective

The Company has reviewed new and amended accounting pronouncements that have been issued but are not yet effective:

IFRS 10 – Consolidated Financial Statements ("IFRS 10") and IAS 28 – Investments in Associates and Joint Ventures ("IAS 28") were amended in September 2014 to address a conflict between the requirements of IAS 28 and IFRS 10 and clarify that in a transaction involving an associate or joint venture, the extent of gain or loss recognition depends on whether the assets sold or contributed constitute a business. The effective date of these amendments is yet to be determined, however early adoption is permitted. The Company will adopt these amendments as of their effective date, and is currently assessing the impacts on adoption.

IAS 1 – Presentation of Financial Statements ("IAS 1") was amended in January 2020 to provide a more general approach to the classification of liabilities under IAS 1 based on the contractual arrangements in place at the reporting date. The amendments clarify that the classification of liabilities as current or non current is based solely on a company's right to defer settlement at the reporting date. The right needs to be unconditional and must have substance. The amendments also clarify that the transfer of a company's own equity instruments is regarded as settlement of a liability, unless it results from the exercise of a conversion option meeting the definition of an equity instrument. The amendments are effective for annual periods beginning on January 1, 2023. The Company will adopt these amendments as of their effective date, and is currently assessing the impacts on adoption.

Amendments to IAS 8 – accounting policies, changes in accounting estimates and errors
The amendments to IAS 8 is applied in selecting and applying accounting policies, accounting for changes in estimates and reflecting corrections of prior period errors. The standard requires compliance with any specific IFRS applying to a transaction, event or condition, and provides guidance on developing accounting policies for other items that result in relevant and reliable information. Changes in accounting policies and corrections of errors are generally retrospectively accounted for, whereas changes in accounting estimates are generally accounted for on a prospective basis. The amendments effective for annual periods beginning on or after January 1, 2023, with early application permitted. No significant impact to the Company's financial statements is expected.

4. Discontinued operations

During the year ended December 31, 2021, the Company entered into a sale agreement with Steeple Oil and Gas regarding the sale of its Canadian oil and gas properties for a $1. As such, the Company recorded a gain on disposal for the year ended December 31, 2021 of $543,676 (note 8).

In accordance with IFRS 5, the results of the discontinued operations have been consolidated into a single line item "gain (loss) from discontinued operations" on the consolidated statements of loss and comprehensive loss for the current and comparative periods to so as to provide better comparative information for the continuing operations.

(Expressed in Canadian Dollars)

4. Discontinued operations (continued)

The items that make up the lines and the headings they would otherwise have been reported under are as follows:

Net income (loss) and comprehensive income (loss) from discontinued operations

	Three Months Ended September 30, 2022	Three Months Ended September 30, 2021	Nine Months Ended September 30, 2022	Nine Months Ended September 30, 2021
Revenue				
Petroleum and natural gas revenue	**$ -**	$ 33,404	**$ -**	$ 151,793
Royalties	**-**	3,935	**-**	(27,334)
Gross profit	**-**	37,339	**-**	124,459
Operating expenses				
Production - Canada	**-**	2,800	**-**	52,033
Depletion and depreciation (note 8)	**-**	(1,890)	**-**	8,470
Accretion of decommissioning liability (note 12)	**-**	-	**-**	1,280
Gain on sale of properties and equipment (note 8)	**-**	(543,676)	**-**	(543,676)
Bad debt	**-**	40,359	**-**	40,359
Total operating (income) expenses	**-**	(502,407)	**-**	(441,534)
Income from discontinued operations	**-**	539,746	**$ -**	$ 565,993
Basic and diluted net income (loss) per share (note 17) discontinued operations	**$ 0.00**	$ 0.01	**$ 0.00**	$ 0.02
Weighted average number of common shares outstanding	**47,840,492**	38,534,529	**47,840,492**	33,795,809

5. Trade accounts receivable and other assets

The Company's trade and other receivables are exposed to the risk of financial loss if the counterparty fails to meet its contractual obligations.

The Company's maximum exposure to credit risk in respect of trade and other receivables consist of:

	September 30, 2022	December 31, 2021
HST receivables	**$ 6,632**	$ -
Miscellaneous receivable	**(6,083)**	17,289
Total trade and other receivable	**$ 549**	$ 17,289

6. Accounts payable and accrued liabilities

	September 30, 2022	December 31, 2021
Trade and other payables	**$ 365,110**	$ 203,149
Accrued liabilities	**99,224**	73,850
Dividend payable	**81,200**	81,200
Total accounts payable and accrued liabilities	**$ 545,534**	$ 358,199

(Expressed in Canadian Dollars)

7. Lease liabilities

Net investment in lease

The Company entered into a finance leasing arrangement as a lessor for office premises located in Toronto. These premises were originally leased by the Company, and subsequently sub-leased. These sub-lease contracts do not include extension or early termination options.

Balance, December 31, 2020	**$**	**22,761**
Interest income		3,996
Lease payments		(24,725)
Balance, December 31, 2021		**2,032**
Termination of investment in sublease		(2,032)
Balance, September 30, 2022	**$**	**-**

Right-of-use assets

The Company extended its current lease for 5 years from January 31, 2022 to January 31, 2027. The weighted average incremental borrowing rate applied to the lease liability was 12.45%.

		Total
Balance, December 31, 2021	**$**	**-**
Additions		120,692
Depreciation		(16,092)
Balance, September 30, 2022	**$**	**104,600**

A reconciliation of the carrying amount of the lease liabilities is as follows:

Balance, December 31, 2020	**$**	**20,782**
Interest expense		3,647
Lease payments		(22,575)
Balance, December 31, 2021		**1,854**
Additions		120,692
Interest expense		8,770
Lease payments		(22,665)
Balance, September 30, 2022	**$**	**108,651**
Current portion of lease liability		(19,850)
Long term portion of lease liability	$	88,801

(Expressed in Canadian Dollars)

7. Lease liabilities (continued)

The following is a reconciliation from the undiscounted lease payments to the lease liabilities

	Under 1 year	Between 1 - 2 years	Between 3 - 5 years	Over 5 years	Total
Property	$ 31,175	$ 31,891	$ 75,249	$ -	$ 138,315
Total contractual cash flows	**31,175**	**31,891**	**75,249**	**-**	**138,315**
Less: interest accretion on lease	(11,325)	(8,926)	(9,413)	-	(29,664)
Lease liability	**$ 19,850**	**$ 22,965**	**$ 65,836**	**$ -**	**$ 108,651**

8. Oil and gas properties

The Company sold its working interests in Alberta in April 2021 (Note 4).

Cost	Alberta, Canada Elnora	Total
Balance, December 31, 2020,	**$ 749,111**	**$ 749,111**
Disposition (Note 4)	(749,111)	(749,111)
Balance, December 31, 2021 and September 30, 2022	**$ -**	**$ -**

Accumulated depreciation	Alberta, Canada Elnora	Total
Balance, December 31, 2020	**$ 622,979**	**$ 622,979**
Depletion and depreciation for the year	10,360	10,360
Disposition (Note 4)	(633,339)	(633,339)
Balance, December 31, 2021 and September 30, 2022	$ -	$ -

Carrying amount	Alberta, Canada Elnora	Total
Balance, December 31, 2021	**$ -**	**$ -**
Balance, September 30, 2022	**$ -**	**$ -**

(Expressed in Canadian Dollars)

8. Oil and gas properties and equipment (continued)

2021 - Disposition

The Company had working rights interest in a former operating well in Central Alberta, Canada and a 50% working interest in twelve wells in its Alberta operating area. During the year ended December 31, 2021, the Company entered into a sale agreement with Steeple Oil and Gas regarding the sale of its Canadian oil and gas properties for a $1. The Company recorded a gain on disposal of $543,676.

Consideration - Cash	$	1
Total consideration	$	1
Net carrying amount		
Oil and gas properties and equipment	$	117,663
Intangible assets		10,000
Decommission liability		(671,338)
Net liabilities dispose	$	(543,675)
Gain on disposal of oil and gas property, equipment and liabilities	**$**	**543,676**

9. Intangibles

During the year ended December 31, 2021, the Company entered into a sale agreement with Steeple Oil and Gas regarding the sale to its oil and gas properties (Notes 4 and 8)

10. Minority investment in Starvolt Power Inc.

On February 19, 2021 the Company acquired approximately 30% of the outstanding common shares in the capital of Starvolt Power Inc., (Starvolt") in consideration for the issuance of 8,390,000 common shares in the capital of Advantagewon at a deemed price of $0.135 per share to the holders of the Starvolt Shares being acquired by Advantagewon. The transaction was completed pursuant to a share exchange agreement. This results in an initial valuation of $1,132,650.

During the year ended December 31, 2021, the Company loaned $975,000 to Starvolt. The loan bears interest at 5% per annum and is unsecured. The loan is due June 22, 2023.

During the three and nine months ended September 30, 2022, the Company recorded interest income of $25,826 (three and nine months ended September 30, 2021 - $nil). The amount is included in the loan to Starvolt Power Inc. on the statement of financial position.

An associate is an entity over which the Company has significant influence, and is not a subsidiary or joint venture. Significant influence is presumed to exist when the Company has the power to be actively involved and influential in financial and operating policy decisions of the associate.

The Company accounts for its investment in an associate using the equity method. Under the equity method, the Company's investment in an associate is initially recognized at cost and subsequently increased or decreased to recognize the Company's share of profit and loss of the associate and for impairment losses after the initial recognition date. The Company's share of comprehensive earnings or losses of associates are recognized in comprehensive loss during the period. Distributions received from an associate are accounted for as a reduction in the carrying amount of the Company's investment.

(Expressed in Canadian Dollars)

10. Minority investment in Starvolt Power Inc. (continued)

The Company is considered to have significant influence over Starvolt due to advance to Starvolt and its representation on Starvolt's board of directors.

Consideration	$	1,132,650
Share of net fair value of identifiable assets at acquisition date (29.96%)		(378,817)
Premium purchase	$	753,833

Changes in the investment in Starvolt Power Inc.:

		September 30, 2022		December 31, 2021
Balance, beginning of period	**$**	**-**	$	-
Investment		**-**		378,817
Share of loss from Investment during the year		**-**		(378,817)
Proportionate net loss for the period		**-**		-
Balance, end of period	**$**	**-**	$	-

Statement of Financial position as at September 30, 2022

Assets		
Inventory		110,159
		110,159
Promissory note receivable		969,383
Property, plant and equipment		967
Total assets	**$**	**1,080,509**
Liabilities and shareholder's deficiency		
Accounts payable and accrued liabilities	$	16,785
Loans and advances payable		1,090,000
Due to shareholder		70,116
		1,176,901
Shareholder's deficiency		
Share capital		2,059,310
Deficits		(2,155,702)
	$	(96,392)
Total liabilities and shareholder's deficiency	**$**	**1,080,509**

(Expressed in Canadian Dollars)

10. Minority investment in Starvolt Power Inc. (continued)

Proportionate loss on investment in Starvolt

	Nine Months September 30, 2022 (Unaudited)	September 30, 2021 (Unaudited)
Revenue	**$ -**	$ 3,000
Interest income	**49,200**	37,850
Cost of Sales - Consultants' fees	**-**	(1,614,200)
Gross profit	**49,200**	**(1,573,350)**
Expenses		
Depreciation	**544**	-
Professional Fees	**15,813**	241,326
General and administration	**39,324**	69,301
Foreign exchange	**222**	18,040
Total expenses	**$ (55,903)**	**$ (328,667)**
Starvolt net loss	**$ (6,703)**	**$ (1,902,017)**

	Nine Months Ended September 30, 2022	Nine Months Ended September 30, 2021
Starvolt net (loss) income	$ (6,703)	$ (1,902,017)
Ownership	29.96%	29.96%
Equity pick-up	$ (2,008)	$ (569,844)

Unrecognised share of loss from investment in associate as of September 30, 2021 is $191,801 (December 31, 2021 - $189,793)

11. Loans payable

	Syndicate	CEBA	Total
Balance, December 31, 2020	**$ 244,483**	**$ 16,463**	**$ 260,946**
Repayments	(432,494)	-	(432,494)
Accrued interest and accretion of debt	188,011	5,678	193,689
Balance, December 31, 2021	**-**	**22,141**	**22,141**
Accrued interest and accretion of debt	-	5,493	5,493
Balance, September 30, 2022	**$ -**	**$ 27,634**	**$ 27,634**

11. Loans payable (continued)

Syndicate loans

On October 1, 2019, November 28, 2019, December 30, 2019 and February 28, 2020, the Company entered into loan agreements with a syndicate of lenders (the "Syndicate") for total loan proceeds $175,000, $87,500, $40,000, and $80,000, respectively. Under the terms of the loan agreements the Company will pay 12% interest per annum to the lenders and repay the loans over three years. In connection with the loan agreements, the Company issued respectively: 1,312,500, 656,250, 300,000, and 600,000 units of the Company to the Syndicate. Each unit consists of one common share and one common share purchase warrant. Each common share purchase warrant entitles the holder to purchase one common share at $1.00 per share for a period of up to three years after the date of issuance of the units.

The proceeds from these loans were allocated based on the relative fair value of each component. The fair value of the common shares is based on the market price, and the fair value of the warrants is based on the Black-Scholes values, at the respective issuance dates. As a result of the allocation, the loans have effective interest rates differing from the stated rates, at 180.74%, 180.74%, 169.47%, and 169.47% respectively. The loan agreements specify that if a loan is in default the interest rate shall increase to 24% and in the event of default 5% shall be added to the principal base of the loan. The Company did not make the required payments on these loans, and therefore, the loans were in default. At December 31, 2020, the lenders waived the default and agreed not to demand repayment on or before December 31, 2021, therefore, the loans are presented in accordance with their stated repayment terms.

Effective January 31, 2021, all Syndicate loans and accrued interest were repaid and accordingly the loans were fully accreted to their face amount and accrued interest at the time of repayment.

Canada Emergency Business Account (CEBA) loan

In response to the COVID-19 crisis, the government of Canada created the Canadian Emergency Business Account ("CEBA") in partnership with Canadian banks, wherein a company can apply to their principle banker to receive a loan on the following terms: CEBA provides zero-interest loans up to $40,000 to small business and non-profit organizations that have experienced diminished revenues due to COVID-19 but face ongoing non-deferrable costs, such as rent, utilities, insurance, taxes and wages. Repaying the balance of the loan on or before December 31, 2022 will result in loan forgiveness of 25 percent (up to $10,000). As no payment is due on this loan until 2022, the full amount of the loan is shown as long term. Because the loan bears no interest if it is repaid on or before December 31, 2022 and because up to $10,000 is forgivable, the Company has imputed and recorded an amount of $25,555 as other income. During the nine months ended September 30, 2022 the Company recorded $5,493 as imputed interest expense (for the nine months ended September 30, 2021 - $3,964). The net of these amounts has reduced the stated amount of this loan to $27,634 on the statement of financial position.

During the nine months ended September 30, 2022, the Government of Canada announced that the deadline to repay loans under the Canada Emergency Business Account program would be extended by one year (that is from December 31, 2022 to December 31, 2023). As of January 1, 2024, the loan balance will bear interest at 5% and will be repayable on maturity on December 31, 2025.

(Expressed in Canadian Dollars)

12. Decommission liability

Alberta, Canada properties

The Company's decommissioning liability was based on the following estimates and assumptions:

- Total undiscounted future costs of 2020 – $694,500
- Annual inflation rate of 1.51% to 1.64%
- Settlement of the liability occurring in approximately two to fifteen years
- Risk free discount rate of 0.39% to 1.21%

	September 30, 2022	December 31, 2021
Balance, beginning of period	$ -	$ 670,058
Accretion expense	-	1,280
Reduction due to disposition (notes 4 and 8)	-	(671,338)
Balance at end of period	$ -	$ -

13. Share capital

Common shares

a) Authorised

The Company is authorized to issue an unlimited number of common shares without par value.

b) Common shares issued

	Number of common shares	Amount
Balance, December 31, 2020	**13,998,466**	**$ 16,168,098**
Common shares issued (net of share issue cost) (i)(ii)(iii)	18,737,714	1,975,037
Value of warrants granted (i)(ii)(iii)	-	(1,015,945)
Shares issued for acquisition of minority interest in Starvolt Power (Note 10)	8,390,000	1,132,650
Accounts payable settlement (iv)	3,825,422	1,381,132
Warrants exercised	2,388,890	296,764
Balance, September 30, 2021	**47,340,492**	**$ 19,937,736**
Balance, December 31, 2021 and September 30, 2022	**47,840,492**	**$ 20,072,738**

13. Share capital (continued)

b) Common shares issued (continued)

Common shares issued - 2021

(i) On January 26, 2021 the Company closed a private placement financing of 14,285,714 units of the Company at a price of $0.0525 per unit for gross proceeds of $750,000. Each unit is comprised of one common share in the capital of the Company and one common share purchase warrant. Each warrant entitles the holder thereof to purchase one common share at an exercise price of $0.10, for a period of three years following the closing of the Offering The fair value of the warrants was estimated at $346,158 using the Black-scholes pricing model. The Black-scholes model inputs were as follows: expected volatility 200%, risk free rate 1.32%, expected life 3 years, and expected dividend yield 0%. At December 31, 2020 $500,000 of gross proceeds were held in trust pending closing of this private placement.

(ii) On June 9, 2021 the Company closed a private placement of 3,968,333 units of the Company at a price of $0.30 per unit for gross proceeds of $1,190,500. Each unit is comprised of one common share in the capital of the Company and one common share purchase warrant. Each warrant entitles the holder thereof to purchase one common share at an exercise price of $0.75 for a period expiring on the earlier of: (1) June 9, 2023, and (2) in the event that the closing price (or closing bid price on days when there are no trades) of the Common Shares on the Canadian Securities Exchange is at least $1.50 for a minimum of 10 consecutive trading days, AOC may provide written notice to the holders of the Warrants requiring them to exercise such Warrants within 30 days following the date of issuance of such written notice. The fair value of the warrants was estimated at $478,566 using the Black-scholes pricing model. The Black-scholes model inputs were as follows: expected volatility 398%, risk free rate 0.32%, expected life 3 years, and expected dividend yield 0%.

In connection with the Offering, the Company paid finder's fees of $109,050 in cash, legal and other cost of $1,513 and issued 363,500 in compensation warrants. The compensation warrants are issued on the same terms of the Warrants comprising of the Units. The fair value of the warrants was estimated at $119,100 using the Black-scholes pricing model. The Black-scholes model inputs were as follows: expected volatility 398%, risk free rate 0.32%, expected life 3 years, and expected dividend yield 0%.

(iii) On July 30, 2021 the Company closed a private placement of 483,667 units of the Company at a price of $0.30 per unit for gross proceeds of $145,100. Each unit is comprised of one common share in the capital of the Company and one common share purchase warrant. Each warrant entitles the holder thereof to purchase one common share at an exercise price of $0.75 for a period expiring on the earlier of: (1) July 30, 2023, and (2) in the event that the closing price (or closing bid price on days when there are no trades) of the Common Shares on the Canadian Securities Exchange is at least $1.50 for a minimum of 10 consecutive trading days, AOC may provide written notice to the holders of the Warrants requiring them to exercise such Warrants within 30 days following the date of issuance of such written notice. The fair value of the warrants was estimated at $72,121 using the Black-scholes pricing model. The Black-scholes model inputs were as follows: expected volatility 393%, risk free rate 0.45%, expected life 3 years, and expected dividend yield 0%.

(iv) During the nine months ended September 30, 2021, the Company issued an aggregate of 3,825,422 shares, for the settlement of accounts payable of $1,272,906. The shares were recorded at closing price on the date of issuance. Therefore, the fair value of the transaction recorded in equity is $nil and a loss on shares of $(1,272,906) was recorded in the unaudited condensed consolidated interim statements of loss.

(Expressed in Canadian Dollars)

14. Warrant reserve

The following table summarizes information regarding the Company's outstanding warrants:

	Number of warrants		Weighted average exercise price
Balance, December 31, 2020	**3,239,965**	**$**	**1.20**
Issued (note 13)	19,101,215		0.26
Expired	(321,215)		(3.24)
Exercised	(2,388,890)		(0.10)
Balance, September 30, 2021	**19,631,075**	**$**	**0.55**
Balance, December 31, 2021	**19,631,075**	$	0.55
Expired	(50,000)		2.00
Balance, September 30, 2022	**19,581,075**	**$**	**0.39**

The following table reflects the warrants issued and outstanding as of September 30, 2022:

Expiry date	Number of warrants	Grant date fair value	Exercise price
October 1,2022 (i)	1,312,500	$ 60,537	$ 1.00
November 28, 2022 (i)	656,250	30,269	1.00
February 28, 2023	600,000	24,432	1.00
February 23, 2023	300,000	12,216	1.00
January 26, 2024	11,896,824	288,272	0.10
June 9, 2023 (ii)	4,331,833	597,666	0.75
July 30. 2023 (ii)	483,668	72,121	0.75
	19,581,075	**$ 1,085,513**	**$ 0.39**

(i) Expired unexercised subsequent to September 30, 2022.
(ii) In the event that the closing price (or closing bid price on days when there are no trades) of the Common Shares on the Canadian Securities Exchange is at least $1.50 for a minimum of 10 consecutive trading days, AOC may provide written notice to the holders of the Warrants requiring them to exercise such Warrants within 30 days following the date of issuance of such written notice.

Performance warrants

The following table summarizes information regarding the Company's outstanding performance warrants:

	Number of warrants		Weighted average exercise price
Balance, December 31, 2020, and September 30, 2021	**800,000**	**$**	**2.00**
Expired	(800,000)		(2.00)
Balance, December 31, 2021 and September 30, 2022	**-**	**$**	**-**

(Expressed in Canadian Dollars)

15. Share-based payments reserve

The Company's stock option plan provides for the granting of options to directors, officers, employees and technical consultants. Under the terms of the option plan, options issued will not exceed 10% of the issued and outstanding shares from time to time. Stock options shall be exercisable for a period as determined by the Board, such period not to exceed ten years from the date of the grant. In addition, the aggregate number of common shares reserved for issuance to any one optionee (other than a technical consultant) in any 12 month period shall not exceed 5% of the Company's issued and outstanding common shares at the date of grant, and the aggregate number of common shares reserved for issuance pursuant to options granted to any one technical consultant in any 12 month period may not exceed 2% of the Company's issued and outstanding common shares at the date of the grant. The exercise price for each option is not less than the discounted market price on the grant date. The Board shall determine the time during which each stock option shall vest and the method of vesting or that no vesting restriction exists.

The following table summarizes information regarding the Company's outstanding options

	Number of stock options	Weighted average exercise price
Balance, December 31, 2020 and September 30, 2021	**505,000**	**$ 1.70**
Balance, December 31, 2021 and September 30, 2022	**-**	**$ -**

16. Revenue

The Company sells its production through its operator pursuant to variable price contract, adjusted for quality, location or other factors.

Volumes delivered to the operator's counterparty are limited to the wells ability to produce the volumes. Production revenue is recognized at a point in time the purchaser obtains control over the product, which is when volumes are physically transferred to the contract counterparty. The amount of revenue recognized is based on the transaction price. Transaction price variability, discussed above, is recognized in the same period as the Company is not constrained in meeting its performance obligations.

All of the Company's revenue is from the sale of oil and gas, all of which is produced and sold in Alberta, Canada. Sales were to a single purchaser during the three and nine months ended September 30, 2021 representing 100% of revenue and trade receivables.

17. Basic and diluted loss per share

The calculation of basic and diluted loss per share for the three and nine months ended September 30, 2022, was based on the loss attributable to common shareholders of $67,443 and $298,590, respectively (three and nine months ended September 30, 2021 - $636,423 and $3,138,669, respectively) and the weighted average number of common shares outstanding of 47,840,492 and 47,840,492, respectively (three and nine months ended September 30, 2021 - 38,534,529 and 33,795,809, respectively). Diluted loss per share did not include the effect of 19,581,075 warrants for the three and nine months ended September 30, 2022 (three and nine months ended September 30, 2021 - 19,631,075 warrants or 505,000 stock options) as their effect is anti-dilutive. For diluted income, the weighted average number of common shares outstanding was 47,840,492, as warrants were below the average trade price.

(Expressed in Canadian Dollars)

18. Cashflow non cash adjustments

	Nine Months Ended September 30, 2022	Nine Months Ended September 30, 2021
Depreciation	**$ 16,092**	$ -
Termination of sub lease	**2,032**	-
Interest on Starvolt loan	**(37,897)**	-
Share of loss on investment	**-**	378,817
Bargain purchase	**-**	753,833
Interest and accretion	**14,263**	159,004
Foreign exchange (gain)	**342**	23,506
Loss on settlement of accounts payable with shares	**-**	101,977
Net cash used in discontinued operations	**-**	37,887
Non cash adjustments	**$ (5,168)**	$ 1,455,024

19. Related party

(a) Key management compensation

The Company considers its key management personnel to consist of its officers and directors. The Company's directors and officers participate in the Company's stock option plan.

Remuneration of directors and key management personnel, including consulting fees, of the Company was as follows:

		Three Months September 30, 2022	Three Months September 30, 2021	Nine Months Ended September 30, 2022	Nine Months Ended September 30, 2021
Remuneration paid to director	(i)	**$ 2,250**	$ -	**$ 13,500**	$ 2,250
Remuneration paid to CEO	(ii)	**6,000**	15,000	**34,000**	45,000
Remuneration paid to director/corporate secretary		**-**	-	**-**	6,154
Remuneration paid to CFO	(iii)	**15,153**	-	**28,653**	-
Remuneration paid to previous CEO	(iv)	**-**	-	**-**	15,000
Remuneration paid to previous CFO		**-**	-	**-**	13,995
		$ 23,403	$ 15,000	**$ 76,153**	$ 82,399

(i) During the three and nine months ended September 30, 2022 the Company expensed directors fees of $2,250 and $13,500, respectively, (three and nine months ended September 30, 2021 - and $2,250, respectively) to a private company controlled by the Company's director, for director services.

(ii) During the three and nine months ended September 30, 2022 the Company expensed consulting and management fees of $6,000 and $34,000, respectively, (three and nine months ended September 30, 2021 - $15,000 and $45,000 , respectively) to a private company controlled by the Company's director and officer for management services.

(Expressed in Canadian Dollars)

19. Related party transactions (continued)

(a) Key management compensation (continued)

(iii) During the three and nine months ended September 30, 2022 the Company expensed $15,153 and $28,653, respectively, (three and nine months ended September 30, 2021 - and $nil, respectively) to Marrelli Support Services Inc. ("Marrelli Support") for the services of Victor Hugo to act as Chief Financial Officer of the Company.

(iv) During the three and nine months ended September 30, 2022 the Company paid $nil, (three and nine months ended September 30, 2021 - and $15,000, respectively) to a private company controlled by a former director and officer of the Company for management services.

(b) The Company entered into the following transactions with related parties in the ordinary course of business:

On March 3, 2020 the Company entered into a debt for shares settlement with a director of the Company. The Company issued 100,000 Common Shares to settle debts totaling $20,000 owed and due to the director.

During the nine months ended September 30, 2022, the Company incurred interest on loans to a director and a company controlled by a director of $nil (nine months ended September 30, 2021 - $28) and effective January 31, 2021, the loans and accrued interest were repaid in the amount of $2,870.

As at September 30, 2022, $105,357 (December 31, 2021 - $41,350) was payable to related parties and the amount is included in accounts payable and accrued liabilities.

20. Restatement September 30, 2021

Subsequent to September 30, 2021, the Company considering the required treatment of the investment in associate (Starvolt), as established by our review of IAS 28, we recorded 29.96% of Starvolt's net loss from the date of acquisition to September 30, 2021 of $(378,817) and a bargain purchase adjustment of $(753,833) for the nine months ended September 30, 2021. For the three months ended September 30, 2021, Starvolt's net loss was $(44,240).

Line item on the restated consolidated statements of loss and comprehensive loss

Nine months ended September 30, 2021	Previously reported	Adjustment	Reclass	Restated
Loss before other items	(1,711,351)	-	-	(1,711,351)
Share of loss on investment (note 10)	-	(378,817)	-	(378,817)
Bargain purchase (note 10)	-	(753,833)	-	(753,833)
Net loss on continued operations	**(2,006,019)**	**(1,132,650)**	**-**	**(3,138,669)**
Net loss for the period	**$ (1,440,026)**	**$ (1,132,650)**	**$ -**	**$ (2,572,676)**
Total loss and comprehensive loss	**$ (1,439,671)**	**$ (1,132,650)**	**$ -**	**$ (2,572,321)**

(Expressed in Canadian Dollars)

20. Restatement September 30, 2021 (continued)

Line item on the restated consolidated statements of loss and comprehensive loss (continued)

Three months ended September 30, 2022	Previously reported	Adjustment	Reclass	Restated
Loss before other items	(592,183)	-	-	(592,183)
Share of loss on investment (note 10)	-	(44,240)	-	(44,240)
Total loss on continued operations	**(592,183)**	**(44,240)**	**-**	**(636,423)**
Net loss for the period	**$ (52,437)**	**$ (44,240)**	**$ -**	**$ (96,677)**
Total loss and comprehensive loss	**$ (195,377)**	**$ (44,240)**	**$ -**	**$ (239,617)**

Line item on the restated consolidated statements of cash flows:

Nine months ended September 30, 2022	Previously reported	Adjustment	Reclass	Restated
Net (loss) for the year	$ (1,440,026)	$ (1,132,650)	$ -	$ (2,572,676)
Adjustments for :				
Non cash expenses	234,645	1,132,650	-	1,367,295
Net cash used in operating activities	$ (672,557)	$ -	$ -	$ (672,557)

Line item on the restated consolidated statements of financial position.

	Previously reported	Adjustment	Reclass	Restated
Assets				
Minority investment in Starvolt Power Inc.	1,132,650	(1,132,650)	-	-
Total assets	$ 2,390,127	$ (1,132,650)	$ -	$ 1,257,477
Equity (deficit)				
Deficit	(20,434,518)	(1,132,650)	-	(21,567,168)
Total equity (deficit)	$ 1,987,010	$ (1,132,650)	$ -	$ 854,360
Total equity (deficit) and liabilities	$ 2,390,127	$ (1,132,650)	$ -	$ 1,257,477

Line items on the restated consolidated statements of changes in shareholders' equity (deficit):

	Previously reported	Adjustment	Reclass	Restated
Net loss for the period	(1,440,026)	(1,132,650)	-	(2,572,676)
Total - Balance, September 30, 2022	$ 1,987,010	$ (1,132,650)	$ -	$ 854,360

21. Subsequent event

Subsequent to the nine months ended September 30, 2022, 1,968,750 warrants with an exercise price of $1.00 expired unexercised.

ADVANTAGEWON

OIL CORP.

Schedule "B"

Management's Discussion and Analysis

(*Please see attached.*)

ADVANTAGEWON
OIL CORP.

CSE: AOC | OTC Pink: ANTGF

ADVANTAGEWON OIL CORPORATION

MANAGEMENT'S DISCUSSION AND ANALYSIS

For The Three and Nine Months Ended September 30, 2022

Q3 2022

Introduction

The following interim Management's Discussion & Analysis ("MD&A") of the financial condition and results of the operations of Advantagewon Oil Corporation. (the "Company" or "AOC") has been prepared to provide material updates to the business operations, liquidity and capital resources of the Company since its last annual management's discussion & analysis, being the Management's Discussion & Analysis ("Annual MD&A") for the fiscal year ended December 31, 2021. This MD&A does not provide a general update to the Annual MD&A, or reflect any non-material events since the date of the Annual MD&A.

This MD&A has been prepared in compliance with the requirements of section 2.2.1 of Form 51-102F1, in accordance with National Instrument 51-102 – Continuous Disclosure Obligations. This discussion should be read in conjunction with the Annual MD&A, the audited annual consolidated financial statements of the Company for the years ended December 31, 2021 and December 31, 2020 and the unaudited condensed consolidated interim financial statements for the three and nine months ended September 30, 2022, together with the notes thereto. Results are reported in Canadian dollars, unless otherwise noted. In the opinion of management, all adjustments (which consist only of normal recurring adjustments) considered necessary for a fair presentation have been included. The results for the three and nine months ended September 30, 2022 are not necessarily indicative of the results that may be expected for any future period. Information contained herein is presented as at November 29, 2022 unless otherwise indicated.

The unaudited condensed consolidated interim financial statements for the three and nine months ended September 30, 2022, have been prepared using accounting policies consistent with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board and interpretations of the IFRS Interpretations Committee. The unaudited condensed consolidated interim financial statements have been prepared in accordance with International Standard 34, Interim Financial Reporting.

For the purposes of preparing this MD&A, management, in conjunction with the Audit Committee of the Board of Directors, considers the materiality of information. Information is considered material if: (i) such information results in, or would reasonably be expected to result in, a significant change in the market price or value of AOC's common shares; or (ii) there is a substantial likelihood that a reasonable investor would consider it important in making an investment decision; or (iii) it would significantly alter the total mix of information available to investors. Management, in conjunction with the Audit Committee of the Board of Directors, evaluates materiality with reference to all relevant circumstances, including potential market sensitivity.

Caution Regarding Forward-Looking Statements

This MD&A contains certain forward-looking information and forward-looking statements, as defined in applicable securities laws (collectively referred to herein as "forward-looking statements"). These statements relate to future events or the Company's future performance. All statements other than statements of historical fact are forward-looking statements. Often, but not always, forward-looking statements can be identified by the use of words such as "plans", "expects", "is expected", "budget", "scheduled", "estimates", "continues", "forecasts", "projects", "predicts", "intends", "anticipates" or "believes", or variations of, or the negatives of, such words and phrases, or state that certain actions, events or results "may", "could", "would", "should", "might" or "will" be taken, occur or be achieved. Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause actual results to differ materially from those anticipated in such forward-looking statements. The forward-looking statements in this MD&A speak only as of the date of this MD&A or as of the date specified in such statement.

Specifically, the following forward-looking statements are based on the corresponding assumptions, and are subject to the noted risk factors:

Forward-looking statements	Assumptions	Risk factors
The Company's ability to meet its working capital needs at the current level for the twelve-month period ending September 30, 2022. The Company expects to incur further losses in the development of its business. Should the Company not raise sufficient capital, it may cease to be a reporting issuer. See subsequent events.	The operating activities of the Company for the twelve-month period ending September 30, 2023, and the costs associated therewith, will be consistent with the Company's current expectations; debt and equity markets, exchange and interest rates and other applicable economic conditions are favourable to the Company.	Changes in debt and equity markets; timing and availability of external financing on acceptable terms; increases in costs; regulatory compliance and changes in regulatory compliance and other local legislation and regulation; interest rate and exchange rate fluctuations; changes in economic conditions; ongoing uncertainties relating to the COVID-19 virus
The Company's ability to carry out anticipated change of business to an investment company.	The Company expects to complete the anticipated change of business to an investment company; debt and equity markets, interest rates and other applicable economic conditions are favourable to the Company.	The Company inability to complete the anticipated change of business to an investment company; the inability to satisfy all of the conditions precedent (due diligence, shareholder and regulatory approval, financing) to complete the change of business, resulting in the Company remaining as a public shell.
Management's outlook regarding future trends	Financing will be available for the Company's operating activities; debt and equity markets, interest rates and other applicable economic conditions are favourable to the Company.	Changes in debt and equity markets; interest rate and exchange rate fluctuations; changes in economic and political conditions increases in costs; regulatory compliance and changes in regulatory compliance and other local legislation and regulation.

Inherent in forward-looking statements are risks, uncertainties and other factors beyond AOC's ability to predict or control. Readers are cautioned that the above chart does not contain an exhaustive list of the factors or assumptions that may affect the forward-looking statements, and that the assumptions underlying such statements may prove to be incorrect. Actual results and developments are likely to differ, and may differ materially, from those expressed or implied by the forward-looking statements contained in this MD&A. Readers should refer to those risk factors referenced in the "Risks and Uncertainties" section below.

Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause AOC's actual results, performance or achievements to be materially different from any of its future results, performance or achievements expressed or implied by forward-looking statements. All forward-looking statements herein are qualified by this cautionary statement. Accordingly, readers should not place undue reliance on forward-looking statements. The Company undertakes no obligation to update publicly or otherwise revise any forward-looking statements whether as a result of new information or future events or otherwise, except as may be required by law. If the Company does update one or more forward-looking statements, no inference should be drawn that it will make additional updates with respect to those or other forward-looking statements, unless required by law.

The country is currently experiencing a broad-based downturn as a result of the significant risk of a global recession brought about by record inflation and rapidly rising interest rates. In this environment investment is greatly impaired. The Company is mindful of the current market environment and is managing accordingly. See "Risk Factors".

Although there can be no assurance that additional funding will be available to the Company, management believes that its projects are delivering positive results and should attract investment under normal market condition. Hence, management believes it is likely to obtain additional funding for its projects in due course

Description of Business

The Company was incorporated under the laws of the Province of Ontario on July 10, 2013. The Company is engaged in the acquisition, exploration, development and production of oil and gas reserves in North America with an historic focus on onshore development in Texas, United States of America. During 2019 and 2020, it has transitioned its operations away from Texas to Alberta Canada. The Company sold its oil interests in Canada during 2021 and no longer holds any oil properties. The Company completed its go-public transaction and commenced trading on the CSE on July 13, 2017 followed by trading on the OTCQB on November 24, 2017.

On February 19, 2021 the Company acquired approximately 30% of the outstanding common shares in the capital of Starvolt Power Inc., (Starvolt"). The Company is now focus on delivering cost-effective power solutions, which is a core element of StarVolt's proprietary solar skin technology, with a rejuvenated focus on StarVolt's line of New Energy Vehicles ("NEVs") and sustainable mobility networks.

Starvolt is an energy solution technology company that was incorporated in 2020. The Company provides low-cost energy solutions and sustainable mobility through an innovative product lineup of advanced EVs. The Company uses renewable energy sources, harnessing the power of the sun and provides sustainable, intelligent and adaptable transport solutions for consumers.

On May 9, 2022, the Company announced that it will be pursuing a change of business to an investment company under the rules of the Canadian Securities Exchange.

Outlook and Overall Performance

Corporate

<u>Proposed change of business (the "Proposed COB")</u>

After a thorough evaluation of the Company's existing resources and a review of strategic options for the Company generally, the Company determined to refocus its business operations from a "resource issuer" to an "investment issuer". The board of directors of the Company (the "Board") believes that its network of business contacts, the depth of experience of its management team and its overall entrepreneurial approach will enable it to identify and capitalize upon investment opportunities as an "investment issuer". In connection with the Proposed COB, the Company intends to adopt an investment policy (the "Investment Policy") to govern its investment activities and investment strategy. A summary of the material terms of the Investment Policy will be disclosed in due course and a copy of the Investment Policy will be posted on the Company's profile at www.sedar.com.

In conjunction with the Proposed COB, it is anticipated that the Company's name will be changed to "Environmental Capital Corp." or such other name as the directors of the Company in their sole discretion may determine. The Company reserved "ERUN" as trading symbol with the CSE. The directors of the Company believe this name will better reflect AOC's new focus as an investment issuer in clean technology space.

The completion of the Proposed COB is subject to a number of conditions, including the CSE acceptance and shareholder approval. The Proposed COB cannot be completed until the required shareholder approval is obtained which the Company intends to obtain through a written resolution.

The Company also announces the appointment of Paul Haber as Interim Chief Executive Officer of the Company effective May 3, 2022, following the resignation of Carlos Brasil as Chief Executive Officer of the Company.

<u>Financial highlights</u>

For the nine months ended September 30, 2022, the Company had a net loss of $298,590 which consisted primarily of (i) general, office and miscellaneous of $304,100 (ii) depreciation of $16,092; and (iii) interest and accretion income of $23,634.

At September 30, 2022, the Company had a net working capital of $494,168 (December 31, 2021 – working capital deficit of $198,104). The Company had a cash balance of $5,563 (December 31, 2021 – $101,216). Cash decreased during the nine months ended September 30, 2022 due to net cash used in operating activities of $72,988 and cash used in financing activities of $22,665.

The Company has insufficient capital to meet its ongoing operating expenses and continue to meet its obligations on its current projects for the 12-month period starting on September 30, 2022. See "Liquidity and Financial Position" below.

<u>Minority investment in Starvolt Power Inc.</u>

On February 19, 2021 the Company acquired approximately 30% of the outstanding common shares in the capital of Starvolt in consideration for the issuance of 8,390,000 common shares in the capital of Advantagewon at a deemed price of $0.135 per share to the holders of the Starvolt Shares being acquired by Advantagewon. The transaction was completed pursuant to a share exchange agreement.

The Company accounts for its investment in an associate using the equity method. Under the equity method, the Company's investment in an associate is initially recognized at cost and subsequently increased or decreased to recognize the Company's share of profit and loss of the associate and for impairment losses after the initial recognition date. The Company's share of comprehensive earnings or losses of associates are recognized in comprehensive loss during the period. Distributions received from an associate are accounted for as a reduction in the carrying amount of the Company's investment.

Statement of Financial position as at September 30, 2022 (unaudited)

	As at September 30, 2022 ($)
Assets	
Bank	Nil
Inventory	110,159
Promissory note	969,383
Property, plant and equipment	967
Total assets	**1,064,109**
Liabilities and shareholder's deficiency	
Account payable and accrued liabilities	16,785
Loans and advance payable	1,090,000
Due to shareholder	70,116
Shareholder's deficiency	
Share capital	2,059,310
Deficit	(2,155,702)
	(96,392)
Total liabilities and shareholder's deficiency	**1,080,509**

Proportionate loss on investment in Starvolt

	As at September 30, 2022 ($)
Revenue	Nil
Interest income	49,200
Cost of sales - consultants	Nil
Gross profit	**32,800**
Expenses	
Depreciation	544
Professional fees	15,813
General and administration	39,324
Foreign exchange	222
Total expenses	**(55,903)**
Net loss for the period	**6,703)**
Ownership	29.96%
Equity pick-up	**(2,008)**
Cost of investment, post bargain	
Unrecognized loss	**(2,008)**

Unrecognised share of loss from investment in associate as of September 30, 2022 is $191,801 (December 31, 2021 - $189,793)

Trends

The Company plans to continue the Proposed COB and search for suitable assets or businesses to acquire or merge with in order to maximize value for shareholders. Management regularly monitors economic conditions and estimates their impact on the Company's operations and incorporates these estimates in both short-term operating and longer-term strategic decisions. Strong equity markets are favourable conditions for completing transactions.

Novel Coronavirus ("COVID-19") – The Company's operations have and will be affected by the effects of the widespread global outbreak of contagious disease, including the outbreak of respiratory illness caused by COVID-19. The Company cannot accurately predict the impact COVID-19 has had and will have on its operations and the ability of others to meet their obligations with the Company, including uncertainties relating to the ultimate geographic, demographic and temporal spread of the virus, the severity of the disease, the duration of the outbreak(s), and quarantine restrictions imposed by governments of affected countries from time to time. It is clear that the disease has impacted global parts, supply chains and the availability of capital. Significant outbreak(s) of contagious diseases in the human population could result in a widespread health crisis that could adversely affect the economies and financial markets of many countries, resulting in an economic downturn that could further affect the Company's operations and ability to finance its operations.

The Company's operations can be significantly affected by the effects of the conflict in Ukaraine and the effect on financial markets. The Company cannot accurately predict the impact thereof, or will have on its operations and the ability of others to meet their obligations with the Company, including uncertainties relating to the geographic and demographic spread and affect thereof, the duration of the conflict and restrictions imposed by governments of countries from time to time. It is clear that the conflict has impacted economic, political and financial conditions, global parts, supply chains and the availability of capital. Continuous conflict could adversely affect the economies and financial markets of many countries, resulting in an economic downturn that could further affect the Company's operations and ability to finance its operations.

Apart from these and the risk factors noted under the heading "Risks and Uncertainties", management is not aware of any other trends, commitments, events or uncertainties that would have a material effect on the Company's business, financial condition or results of operations. See "Risks and Uncertainties" below.

Off-Balance-Sheet Arrangements

As of the date of this filing, the Company does not have any off-balance-sheet arrangements that have, or are reasonably likely to have, a current or future effect on the results of operations or financial condition of the Company, including, and without limitation, such considerations as liquidity and capital resources.

Discussion of Operations

Three months ended September 30, 2022 compared with three months ended September 30, 2021

For the three months ended September 30, 2022, AOC had a net loss of $67,443 with basic loss per share of $0.00. This compares to a net loss of $96,677 with basic and diluted loss per share of $0.02 or the three months ended September 30, 2021. The decrease of $29,234 in net loss was principally because:

- ✓ For the three months ended September 30, 2022, the Company recorded a share of (loss) on investment of $nil, compare to ($44,240) for the three months ended September 30, 2021;

- ✓ For the three months ended September 30, 2022, general, office and miscellaneous decreased to $69,177, as the Company were searching for various opportunities during the three months ended September 30, 2021.

- ✓ For the three months ended September 30, 2022, the Company recorded a loss on settlement of accounts payable with shares if $nil, compare to $101,977 for the three months ended September 30, 2021.

- ✓ For the three months ended September 30, 2022, the Company recorded an income from discontinued operations of $nil, compare $539,677 for the three months ended September 30, 2021;

Nine months ended September 30, 2022 compared with nine months ended September 30, 2021

For the nine months ended September 30, 2022, AOC had a net loss of $298,590 with basic loss per share of $0.00. This compares to a net loss of $2,572,676 with basic and diluted loss per share of $0.08 or the nine months ended September 30, 2021. The decrease of $2,274,086 in net loss was principally because:

- ✓ For the nine months ended September 30, 2021, the Company recorded a Bargain purchase from Starvolt acquisition of $753,833 and a share of (loss) on investment of ($378,817) (nine months ended September 30, 2022 - $nil and nil, respectively);

- ✓ For the nine months ended September 30, 2022, the Company recorded interest and accretion income of $23,634, compare to an interest and accretion expense of $192,691 for the nine months ended September 30, 2021, due to accretion recorded on the settlement of syndicate loans during the nine months ended September 30, 2021;

- ✓ For the nine months ended September 30, 2022, general, office and miscellaneous decreased, as the Company were searching for various opportunities during the nine months ended September 30, 2021.

- ✓ For the nine months ended September 30, 2022, the Company recorded a loss on settlement of accounts payable with shares if $nil, compare to $101,977 for the nine months ended September 30, 2021.

- ✓ For the nine months ended September 30, 2022, the Company recorded an income from discontinued operations of $nil, compare $539,677 for the nine months ended September 30, 2021;

Cash Flow

The Company had cash of $5,563 at September 30, 2022 (December 31, 2021 – $101,216). The change in cash during the nine months ended September 30, 2022 was primarily due to the cash used in operating activities.

Cash used in operating activities was $72,988, for the nine months ended September 30, 2022. Operating activities were affected by net loss of $298,590 and net changes in the movement in working capital due to a decrease in trade accounts and other receivables of $16,740; and prepaids of $26,695, and an increase in accounts payable and accrued liabilities of $187,335. The Company also recorded non-cash expenses of $5,168. For the nine months ended September 30, 2021, cash used in operating activities was $672,557. Operating activities were affected by a net loss of $3,138,669 and net changes in the movement in working capital $1,011,088 and non-cash expenses of ($1,683,645).

Net cash used in investing activities was $nil, during the nine months ended September 30, 2022. For the nine months ended September 30, 2021, net cash used in investing activities was $969,825, primarily due loan to Starvolt in the amount of $988,730

Net cash used in financing activities was $22,665, during the nine months ended September 30, 2022, due to lease payments. For the nine months ended September 30, 2021, net cash provided by financing activities was $1,659,490 as the Company closed a non-brokered private placement and issued an aggregate of 14,285,714 units at a price of $0.0525 per unit for gross proceeds of $750,000; 3,968,333 units of the Company at a price of $0.30 per unit for gross proceeds of $1,190,500; and repayment of loans payable of $432,494.

Liquidity and Capital Resources

The Company's activities have been financed through the completion of equity offerings. There is no assurance that equity capital will be available to the Company in the amounts or at the times desired or on terms that are acceptable to the Company, if at all.

The Company has no revenues, and therefore must utilize its current cash reserves, funds obtained from the exercise of warrants or options and other financing transactions to maintain its capacity to meet ongoing operating activities. As of September 30, 2022, the Company had 19,581,075 warrants outstanding that would raise approximately $7,670,000, if exercised in full; however all of the warrants are subject to the Company meeting certain revenue thresholds so it is not anticipated that they will become exercisable in the next twelve months.

At September 30, 2022, the Company reported a cash balance of $5,563 at September 30, 2022 (December 31, 2021 – $101,216) and a net working capital working capital $494,168 (December 31, 2021 - working capital working capital deficit of $198,104). The net cash as at September 30, 2022, is not sufficient to satisfy current liabilities and general and administrative costs up to September 30, 2023. Currently, the Company's operating expenses are approximately $20,000 to $30,000 per month for management fees, professional fees, listing expenses and other working expenses. The Company needs to secure additional financing to carry on business activities. Although the Company has been successful in raising funds to date, there is no assurance that future equity capital or debt will be available to the Company in the amounts or at the times desired or on terms that are acceptable to the Company, if at all. See "Risk Factors" below.

Restatement September 30, 2021

Subsequent to September 30, 2021, the Company considering the required treatment of the investment in associate (Starvolt), as established by our review of IAS 28, we recorded 29.96% of Starvolt's net loss from the date of acquisition to September 30, 2021 of ($378,817) and a bargain purchase adjustment of ($753,833) for the nine months ended September 30, 2021. For the three months ended September 30, 2021, Starvolt's net loss was $(337,166).

See note 20 in the unaudited condensed consolidated interim financial statements for the three and nine months ended September 30, 2022 for additional information.

Accounting Pronouncements

Changes in accounting policy

Certain pronouncements were issued by the IASB or the IFRIC that are mandatory for accounting periods commencing on or after January 1, 2022. New accounting policies are not applicable or do not have a significant impact to the Company and have been excluded.

IFRS 3, Business Combinations ("IFRS 3")

Amendments to IFRS 3 "Business Combinations" were issued in May 2020, and are effective on or after January 1, 2022, with earlier application permitted. The amendments update references within IFRS 3 to the 2018 Conceptual Framework and require that the principles in IAS 37 "Provisions, Contingent Liabilities and Contingent Assets" be used to identify liabilities and contingent assets arising from a business combination. Adoption of the amendment did not have a significant impact on the Company's unaudited condensed consolidated interim financial statements.

Property, Plant and Equipment ("IAS 16")

The amendments to IAS 16 introduce new guidance, such that the proceeds from selling items before the related property, plant and equipment is available for its intended use can no longer be deducted from the cost. Instead, such proceeds are to be recognized in profit or loss, together with the costs of producing those items. The amendments are effective for annual periods beginning on January 1, 2022. Adoption of the amendment did not have a significant impact on the Company's unaudited condensed consolidated interim financial statements.

New standards not yet adopted and interpretations issued but not yet effective

Certain pronouncements were issued by the IASB or the IFRIC that are mandatory for accounting periods commencing on or after January 1, 2023. Many are not applicable or do not have a significant impact to the Company and have been excluded.

Accounting policies, changes in accounting estimates and errors ("IAS 8")

The amendments to IAS 8 is applied in selecting and applying accounting policies, accounting for changes in estimates and reflecting corrections of prior period errors. The standard requires compliance with any specific IFRS applying to a transaction, event or condition, and provides guidance on developing accounting policies for other items that result in relevant and reliable information. Changes in accounting policies and corrections of errors are generally retrospectively accounted for, whereas changes in accounting estimates are generally accounted for on a prospective basis. The amendments effective for annual periods beginning on or after January 1, 2023, with early application permitted. No significant impact to the Company's unaudited condensed consolidated interim financial statements is expected.

IFRS 10 – Consolidated Financial Statements ("IFRS 10") and IAS 28 – Investments in Associates and Joint Ventures ("IAS 28")

IAS 28 were amended in September 2014 to address a conflict between the requirements of IAS 28 and IFRS 10 and clarify that in a transaction involving an associate or joint venture, the extent of gain or loss recognition depends on whether the assets sold or contributed constitute a business. The effective date of these amendments is yet to be determined, however early adoption is permitted. The Company will adopt these amendments as of their effective date, and is currently assessing the impacts on adoption.

IAS 1 – Presentation of Financial Statements ("IAS 1")

IAS 1 was amended in January 2020 to provide a more general approach to the classification of liabilities under IAS 1 based on the contractual arrangements in place at the reporting date. The amendments clarify that the classification of liabilities as current or noncurrent is based solely on a company's right to defer settlement at the reporting date. The right needs to be unconditional and must have substance. The amendments also clarify that the transfer of a company's own equity instruments is regarded as settlement of a liability, unless it results from the exercise of a conversion option meeting the definition of an equity instrument. The amendments are effective for annual periods beginning on January 1, 2023. The Company will adopt these amendments as of their effective date, and is currently assessing the impacts on adoption.

Critical accounting estimates and judgments

The preparation of the unaudited condensed consolidated financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the reporting date and reported amounts of expenses during the reporting period. Actual outcomes could differ from these estimates. These consolidated statements include estimates, which, by their nature, are uncertain. The impacts of such estimates are pervasive throughout the consolidated financial statements, and may require accounting adjustments based on future occurrences. Revisions to accounting estimates are recognized in the period in which the estimate is revised and the revision affects both current and future periods.

The areas which require management to make significant judgments, estimates and assumptions in determining carrying values include, but are not limited to:

Functional currency

The determination of an entity's functional currency is a key judgment based on the primary economy environment in which each entity of the Company operates. In determining the functional currency, management considers the currency that most faithfully represents the economic effects of events, conditions, and future direction and investment opportunities.

Cash-generating units

The Company's assets are aggregated into cash-generating units ("CGUs") based on an assessment of the unit's ability to generate independent cash in-flows. The determination of the Company's CGUs was based on management's judgment regarding shared infrastructure, geographical proximity, petroleum type and similar exposure to market risk and materiality. The allocation of assets into CGU's requires significant judgment and interpretations with respect to the way in which management monitors operations.

Investment in associate

An associate is an entity over which the Company has significant influence. Significant influence is the power to participate in the financial and operating policy of the investee, but is not control or joint control over those policies.

The considerations made in determining significant influence or joint control are similar to those necessary to determine controls over subsidiaries. The Company's investment in its investment in Starvolt Power Inc. is accounted for using the equity method.

Under the equity method, the investment in an associate is initially recorded at cost. On acquisition of the investment, any difference between the cost of the investment and the investor's share of the fair values of the investee's identifiable assets and liabilities is accounted for as goodwill or negative good will and added to the cost of the investment . The carrying amount of the investment is adjusted to recognize changes in the Company's share of net assets of the associate since the acquisition date. The financial statements of the associate are prepared for the same reporting period as the Company. When necessary, adjustments are made to bring recognize the effect of differences in accounting policies and / or reporting framework from the investee.

After application of the equity method, the Company determines whether it is necessary to recognize an impairment loss on its investment in its associate. At each reporting date, the Company determines whether there is objective evidence that the investment in associate is impaired. If there is such evidence, the Company calculates the amount of impairment as the difference between the recoverable amount of the associate and its carrying value, and then recognizes the loss within 'Loss from equity investment' in the consolidated statement of profit or loss.

<u>Business combinations</u>

Management uses judgment to determine whether a transaction constitutes a business combination or asset acquisition is based on the criteria in IFRS 3 Business Combinations.

In a business combination, management makes estimates of the fair value of assets acquired and liabilities assumed which includes assessing the value of petroleum and natural gas assets based upon the estimation of recoverable quantities of proved and probable reserves acquired, forecast benchmark commodity prices and discount rates. These estimates impact the potential for recognizing goodwill or a bargain purchase gain, future depletion and impairment.

<u>Current and deferred taxes</u>

Tax interpretations, regulations and legislation in the various jurisdictions in which the Company operates are subject to change. As such, current and deferred taxes are subject to measurement uncertainty. Management uses judgment to assess deferred tax assets at the end of the reporting period to determine the likelihood that they will be realized from future taxable earnings.

<u>Impairment</u>

Judgments are required to assess when impairment indicators are evident and impairment testing is required.

If any indication exists that an asset or CGU, may be impaired, the Company estimates the recoverable amount. The recoverable amounts of individual assets and cash-generating units are determined based on the higher of value-in-use and fair value less costs to sell. An impairment loss is recognized for the amount by which an asset's or cash-generating unit's carrying amount exceeds its recoverable amount.

These calculations require the use of estimates and assumptions, such as future revenue, costs and other relevant assumptions, all of which are subject to change. A material adjustment to the carrying value of the Company's investment may be required as a result of changes to these estimates and assumptions.

Expected credit losses

Determining an allowance for expected credit losses ("ECLs") requires management to make assumptions about the historical patterns for the probability of default, the timing of collection and the amount of incurred credit losses, which are adjusted based on management's judgment about whether economic conditions and credit terms are such that actual losses may be higher or lower than what the historical patterns suggest.

Income, value added, withholding and other taxes

The Company is subject to income, value added, withholding and other taxes. Significant judgment is required in determining the Company's provisions for taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The Company recognizes liabilities for anticipated tax audit issues based on estimates of whether additional taxes will be due. The determination of the Company's income, value added, withholding and other tax liabilities requires interpretation of complex laws and regulations. The Company's interpretation of taxation law as applied to transactions and activities may not coincide with the interpretation of the tax authorities. All tax related filings are subject to government audit and potential reassessment subsequent to the financial statement reporting period. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the tax related accruals and deferred income tax provisions in the period in which such determination is made.

Warrants, stock options and performance warrants

Warrants, stock options and performance warrants are valued using the Black-Scholes pricing model. Estimates and assumptions for inputs to the model, including the expected volatility of the Company's shares and the expected life of the options and warrants, are subject to significant uncertainties and judgment.

Discount rate on IFRS 16

The determination of the Company's lease liability and net investment in lease depends on certain assumptions, which include the selection of the discount rate. The discount rate is set by reference to the Company's incremental borrowing rate. Significant assumptions are required to be made when determining which borrowing rates to apply in this determination. Changes in the assumptions used may have a significant effect on the Company's consolidated financial statements

Related Party Transactions

Related parties include the Board of Directors and officers of the Company, close family members and enterprises that are controlled by these individuals as well as certain persons performing similar functions. Related party transactions conducted in the normal course of operations are measured at the amount established and agreed to by the related parties.

(a) The Company entered into the following transactions with related parties:

- ✓ During the three and nine months ended September 30, 2022, the Company expensed directors fees of $2,250 and $13,500, respectively, (three and nine months ended September 30, 2021 - $nil and $2,250, respectively) to a private company controlled by the Company's director, for director services.

- ✓ During the three and nine months ended September 30, 2022, the Company expensed consulting and management fees of $6,000 and $34,000, respectively (three and nine months ended September 30, 2021 - $15,000 and $45,000, respectively) to a private company controlled by Paul Hauber, a director and officer, for management services.

- ✓ During the three and nine months ended September 30, 2022, the Company expensed management fees of $nil, (three and nine months ended September 30, 2021 - $nil and $6,154 respectively) to Frank Kordy, a director and corporate secretary, for management and secretarial services.

- ✓ During the three and nine months ended September 30, 2022, the Company expensed $15,153 and $28,653 respectively, (three and nine months ended September 30, 2021 - $nil) to Marrelli Support Services Inc. ("Marrelli Support") for the services of Victor Hugo to act as Chief Financial Officer of the Company.

- ✓ During the three and nine months ended September 30, 2022, the Company paid $nil, (three and nine months ended September 30, 2021 - $nil and $15,000 respectively) to a private company controlled by Stephen Hughes, former director and officer of the Company, for management services.

- ✓ During the three and nine months ended September 30, 2022, the Company paid $nil, (three and nine months ended September 30, 2021 - $nil and $13,995, respectively) to a Howard Blacker, a former officer, to act as Chief Financial Officer of the Company.

(b) Remuneration of directors and key management personnel, other than consulting or professional fees, of the Company was as follows:

- ✓ On March 3, 2020, the Company entered into a debt for shares settlement with a director of the Company. The Company issued 100,000 Common Shares to settle debts totaling $20,000 owed and due to the director.

- ✓ During the three and nine months ended September 30, 2022, the Company incurred interest on loans to a director and a company controlled by a director of $nil (three and nine months ended September 30, 2021 - $nil and $28, respectively) and effective January 31, 2021, the loans and accrued interest were repaid in the amount of $2,870.

Disclosure of Internal Controls

Management has established processes to provide them sufficient knowledge to support representations that they have exercised reasonable diligence that (i) the unaudited condensed consolidated interim financial statements do not contain any untrue statement of material fact or omit to state a material fact required to be stated or that is necessary to make a statement not misleading in light of the circumstances under which it is made, as of the date of and for the periods presented by the unaudited condensed consolidated interim financial statements; and (ii) the unaudited condensed consolidated interim financial statements fairly present in all material respects the financial condition, results of operations and cash flows of the Company, as of the date of and for the periods presented.

In contrast to the certificate required for non-venture issuers under National Instrument 52-109 Certification of Disclosure in Issuers' Annual and Interim Filings ("NI 52-109"), this Venture Issuer Basic Certificate does not include representations relating to the establishment and maintenance of disclosure controls and procedures ("DC&P") and internal control over financial reporting ("ICFR"), as defined in NI 52-109. In particular, the certifying officers filing this certificate are not making any representations relating to the establishment and maintenance of:

i) controls and other procedures designed to provide reasonable assurance that information required to be disclosed by the issuer in its annual filings, interim filings or other reports filed or submitted under securities legislation is recorded, processed, summarized and reported within the time periods specified in securities legislation; and
ii) a process to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with the issuer's GAAP (IFRS).

The issuer's certifying officers are responsible for ensuring that processes are in place to provide them with sufficient knowledge to support the representations they are making in this certificate. Investors should be aware that inherent limitations on the ability of certifying officers of a venture issuer to design and implement on a cost effective basis DC&P and ICFR as defined in NI 52-109 may result in additional risks to the quality, reliability, transparency and timeliness of interim and annual filings and other reports provided under securities legislation.

Risks and Uncertainties

An investment in the securities of the Company is highly speculative and involves numerous and significant risks. Such investment should be undertaken only by investors whose financial resources are sufficient to enable them to assume these risks and who have no need for immediate liquidity in their investment. Prospective investors should carefully consider the risk factors that have affected, and which in the future are reasonably expected to affect, the Company and its financial position. Please refer to the section entitled "Risk Factors" in the Company's Annual MD&A for the fiscal year ended December 31, 2021, available on SEDAR at **www.sedar.com**.

COVID-19

In March 2020 the World Health Organization declared coronavirus COVID-19 a global pandemic. This contagious disease outbreak, which has continued to spread, and any related adverse public health developments, has adversely affected workforces, economies, and financial markets globally, potentially leading to an economic downturn. It is not possible for the Company to predict the duration or magnitude of the adverse results of the outbreak and its effects on the Company's business or ability to raise funds.

ADVANTAGEWON
OIL CORP.