

FORM 7

MONTHLY PROGRESS REPORT – December 2020

Name of Listed Issuer: **CANADIAN OVERSEAS PETROLEUM LIMITED** (the “Issuer”).

Trading Symbol: **XOP**

Number of Outstanding Listed Securities: **4,872,204,722 as at December 31, 2020**

Date: **January 22, 2021**

This Monthly Progress Report must be posted before the opening of trading on the fifth trading day of each month. This report 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 Exchange Policies. If material information became known and was reported during the preceding month to which this report relates, this report should refer to the material information, the news release date and the posting date on the Exchange website.

This report is intended to keep investors and the market informed of the Issuer’s ongoing business and management activities that occurred during the preceding month. Do not discuss goals or future plans unless they have crystallized to the point that they are "material information" as defined in the Policies. The discussion in this report must be factual, balanced and non-promotional.

General Instructions

- (a) Prepare this Monthly Progress Report 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 items must be in narrative form. State when the answer to any item is negative or not applicable to the Issuer. The title to each item must precede the answer.
- (b) The term “Issuer” includes the 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.

Report on Business

1. Provide a general overview and discussion of the development of the Issuer’s business and operations over the previous month. Where the Issuer was inactive disclose this fact.

On December 16, 2020, the Issuer announced the intended acquisition of Atomic Oil and Gas LLC for a total consideration of US\$54,000,000. The Issuer expects to complete the Acquisition by January 31, 2021, with a long stop date in the agreement of 90 days from execution. The effective date of the transaction is

December 1, 2020, subject to conditions precedent including financing. For details, please refer to the news release and Form 10 "Notice of proposed significant transaction".

The Company continues to identify, evaluate and pursue exploration and development opportunities in African countries and elsewhere.

2. Provide a general overview and discussion of the activities of management.

Management has focused on the Atomic acquisition and financing for the Atomic acquisition and for COPL. Management continues to be focused on opportunities that its seasoned technical team has strength in evaluating and developing.

3. Describe and provide details of any new products or services developed or offered. For resource companies, provide details of new drilling, exploration or production programs and acquisitions of any new properties and attach any mineral or oil and gas or other reports required under Ontario securities law.

Intended acquisition of Atomic Oil & Gas LLC. The independent expert report prepared in accordance with National Instrument 51-101 – Standards of Disclosure for Oil and Gas Activities for the Issuer by Ryder Scott Petroleum Consultants is summarised in the Issuer's news release on December 16, 2020.

4. Describe and provide details of any products or services that were discontinued. For resource companies, provide details of any drilling, exploration or production programs that have been amended or abandoned.

None to report.

5. Describe any new business relationships entered into between the Issuer, the Issuer's affiliates or third parties including contracts to supply products or services, joint venture agreements and licensing agreements etc. State whether the relationship is with a Related Person of the Issuer and provide details of the relationship.

None to report.

6. Describe the expiry or termination of any contracts or agreements between the Issuer, the Issuer's affiliates or third parties or cancellation of any financing arrangements that have been previously announced.

None to report.

7. Describe any acquisitions by the Issuer or dispositions of the Issuer's assets that occurred during the preceding month. Provide details of the nature of the assets acquired or disposed of and provide details of the consideration paid or payable together with a schedule of payments if applicable, and of any valuation. State how the consideration was determined and whether the acquisition was from or the disposition was to a Related Person of the Issuer and provide details of the relationship.

Intended acquisition of Atomic Oil and Gas LLC. Please refer to the above, news release dated December 16, 2020 and Form 10 "Notice of proposed significant transaction".

8. Describe the acquisition of new customers or loss of customers.
None to report.
9. Describe any new developments or effects on intangible products such as brand names, circulation lists, copyrights, franchises, licenses, patents, software, subscription lists and trade-marks.
None to report.
10. Report on any employee hirings, terminations or lay-offs with details of anticipated length of lay-offs.
None to report.
11. Report on any labour disputes and resolutions of those disputes if applicable.
None to report.
12. Describe and provide details of legal proceedings to which the Issuer became a party, including the name of the court or agency, the date instituted, the principal parties to the proceedings, the nature of the claim, the amount claimed, if any, if the proceedings are being contested, and the present status of the proceedings.
None to report.
13. Provide details of any indebtedness incurred or repaid by the Issuer together with the terms of such indebtedness.
None to report.
14. Provide details of any securities issued and options or warrants granted.
None to report.

Security	Number Issued	Details of Issuance	Use of Proceeds⁽¹⁾

(1) State aggregate proceeds and intended allocation of proceeds.

On December 30, 2020 the Issuer announced that it had secured a placing commitments totalling £6,000,000 (approx. CAD\$10.4m) in order to raise the funds to complete Stage 1 of the Atomic Oil and Gas LLC acquisition and to fund Issuer's working capital. Please refer to the news release for more details.

15. Provide details of any loans to or by Related Persons.
An interest accrued pursuant to a loan agreement with the Chief Executive Officer of the Issuer was repaid on December 31, 2020 in the amount of \$17,555.56.
16. Provide details of any changes in directors, officers or committee members.
None to report.

17. Discuss any trends which are likely to impact the Issuer including trends in the Issuer's market(s) or political/regulatory trends.

The recent outbreak of a strain of coronavirus (commonly known as COVID-19) has negatively impacted global economic conditions, including the demand for oil and gas and the Issuer's stock price. If the coronavirus outbreak continues and results in a prolonged period of travel, commercial and other similar restrictions affecting the Issuer's personnel, contractors and suppliers. A prolonged period of outbreak and depressed share price may also impede the ability of the Issuer to finance its operations through further debt and/or equity raisings.

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 Certificate of Compliance.
2. As of the date hereof there were 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 7 Monthly Progress Report is true.

Dated January 22, 2021.

Ryan Gaffney
Name of Director or Senior
Officer

"Ryan Gaffney"
Signature

CFO
Official Capacity

Issuer Details		For Month End	Date of Report YY/MM/D
Name of Issuer		Dec. 31, 2020	21/01/22
Canadian Overseas Petroleum Limited			
Issuer Address			
3200 – 715 5 th Ave SW			
City/Province/Postal Code		Issuer Fax No.	Issuer Telephone No.
Calgary, Alberta, Canada, T2P 2X6		(403) 263 3251	(403) 262 5441
Contact Name		Contact Position	Contact Telephone No.
Arthur S. Millholland		Director, President & CEO	(403) 262 5441 (403) 975 8182
Contact Email Address		Web Site Address	
AMillholland@canoverseas.com		www.canoverseas.com	