

A wide-angle photograph of a complex offshore oil and gas platform. The structure is multi-tiered with numerous steel beams, ladders, and yellow safety railings. In the foreground, several workers wearing bright orange high-visibility jackets and white hard hats are visible. One worker is in the center, facing away from the camera, while others are further back or to the side. A large yellow cylindrical object, possibly a lifeboat or storage tank, is on the left. The sky is overcast.

Panoro Energy ASA 2020 Trading Statement

February 25, 2021



Panoro Energy

Disclaimer

This presentation does not constitute an offer to buy or sell shares or other financial instruments of Panoro Energy ASA (“Company”). This presentation contains certain statements that are, or may be deemed to be, “forward-looking statements”, which include all statements other than statements of historical fact. Forward-looking statements involve making certain assumptions based on the Company’s experience and perception of historical trends, current conditions, expected future developments and other factors that we believe are appropriate under the circumstances. Although we believe that the expectations reflected in these forward-looking statements are reasonable, actual events or results may differ materially from those projected or implied in such forward-looking statements due to known or unknown risks, uncertainties and other factors. These risks and uncertainties include, among others, uncertainties in the exploration for and development and production of oil and gas, uncertainties inherent in estimating oil and gas reserves and projecting future rates of production, uncertainties as to the amount and timing of future capital expenditures, unpredictable changes in general economic conditions, volatility of oil and gas prices, competitive risks, counterparty risks including partner funding, regulatory changes and other risks and uncertainties discussed in the Company’s periodic reports. Forward-looking statements are often identified by the words “believe”, “budget”, “potential”, “expect”, “anticipate”, “intend”, “plan” and other similar terms and phrases. We caution you not to place undue reliance on these forward-looking statements, which speak only as of the date of this presentation, and we undertake no obligation to update or revise any of this information.



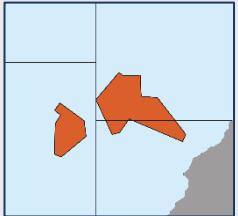
Panoro at a Glance (Pro Forma)

BLOCK G - EQ. GUINEA

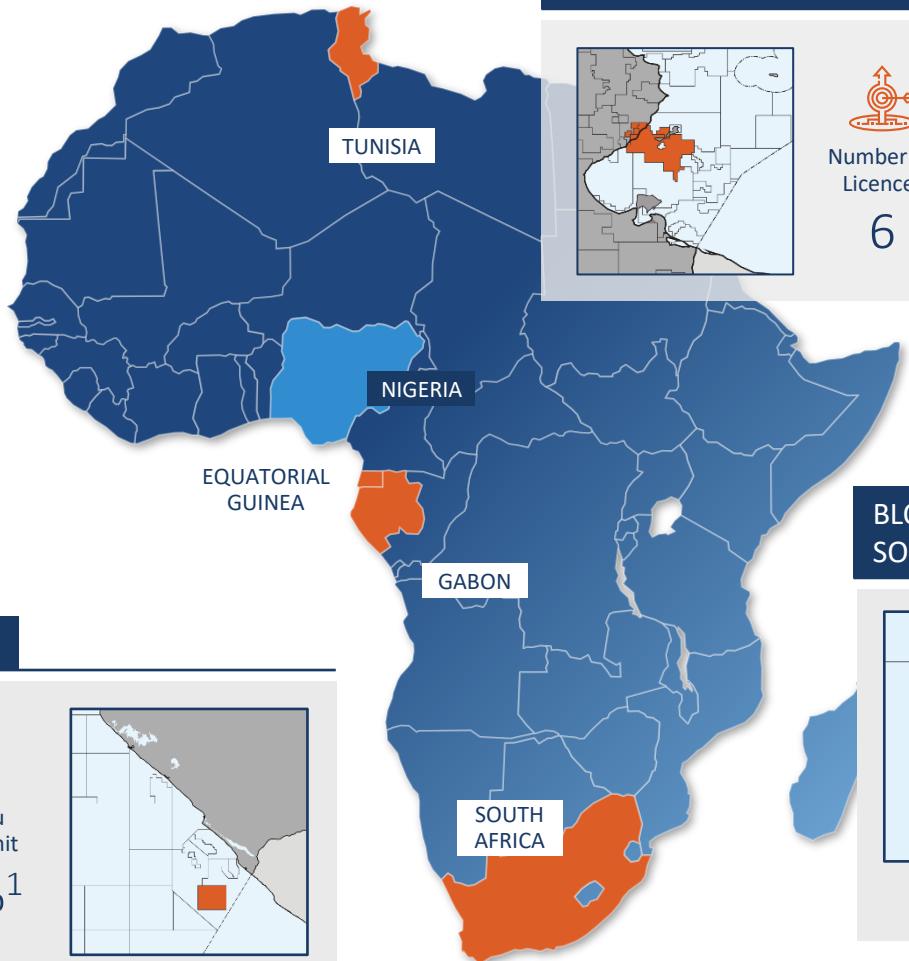
Number of Assets
2

Okume

14.25%¹
ownership



Ceiba
14.25%¹
ownership



SFAX & TPS PERMITS - TUNISIA

Number of Licences
6

SFAX Exploration Permit
52.5%
ownership

TPS Assets Permit
29.4%
ownership

DUSSAFU MARINE PERMIT - GABON

Number of Discovered Fields
6

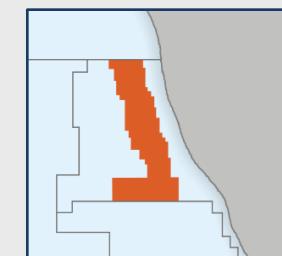
2P Gross Reserves
111
MMbbl

The Dussafu Marine Permit
17.5%¹
ownership



BLOCK 2B SOUTH AFRICA

Block 2B Permit
12.5%¹
ownership



APPROVALS PENDING

PRO FORMA PROFILE²



Market Cap
~US\$ 220m



Net Debt
~US\$ 86m



Net Reserves
~38.5 MMbbl



2021
Net Production
9000+ bopd

1. Subject to Governmental approvals and other condition precedents
2. Pro forma market cap is market cap per 8 February 2021 plus completed US\$70m equity issue. Net debt is based on provisional and unaudited YE 2020 estimates and may differ from the 2020 Annual Report which is yet to be announced. 2P reserves are working interest share as reported in the ASR plus certified reserves from the acquisition. Production is on a working interest basis.

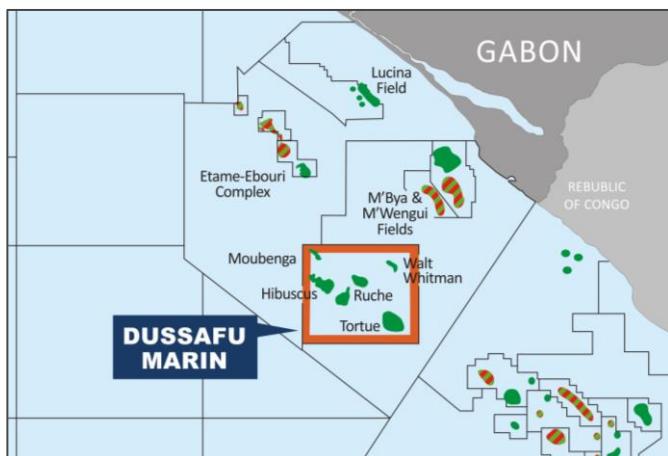
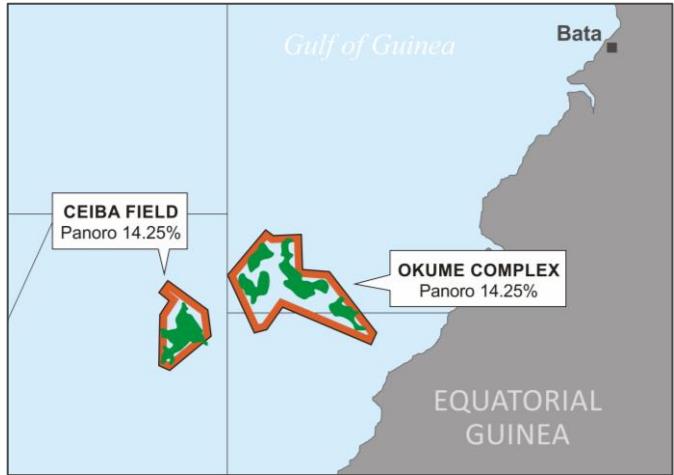
Transaction Overview



Overview of the Acquisitions¹

Transformational Acquisitions of Producing Assets in West Africa

- US\$ 140 million² acquisitions of 14.25%³ WI in Ceiba/Okume (EG) and 10% in Dussafu Marin (Gabon)
 - 1 July 2020 effective date
 - Acquired from Tullow as part of their portfolio management program
- Assets characteristics
 - High quality, non operated oil production assets in Panoro's core area
 - 2P reserves of 25 MMbbl with H2 2020 production of 6,000 bopd, rising to ~6,900 bopd in 2021e
 - Significant upside potential
 - Low operating cost; Excellent operators
- Financed through equity issue of US\$ 70 million and debt facility of up to US\$ 90 million



KEY FIGURES⁴

Producing oil fields	7
MMbbl 2P	25.1
MMbbl 2C ⁵	29.0
Bopd production (H2 2020)	6,000
Opex / bbl EG (H2 2020e)	<\$15
Opex / bbl Dussafu (H2 2020e)	\$19
Acquisition price (million)	\$140
Acquisition price (2P US\$/bbl)	\$5.6
Year payback	<3 ⁶
Reserve life (years)	13

1. The Acquisitions are subject to certain closing conditions, including (but not limited to) government consent, pledge releases, and approval by the general meeting of Tullow for the Ceiba/Okume transaction. Expected closing during H1 2021.

2. Plus up to US\$ 40 million in contingent consideration subject to oil price and asset performance

3. Working interest basis; 15% paying interest

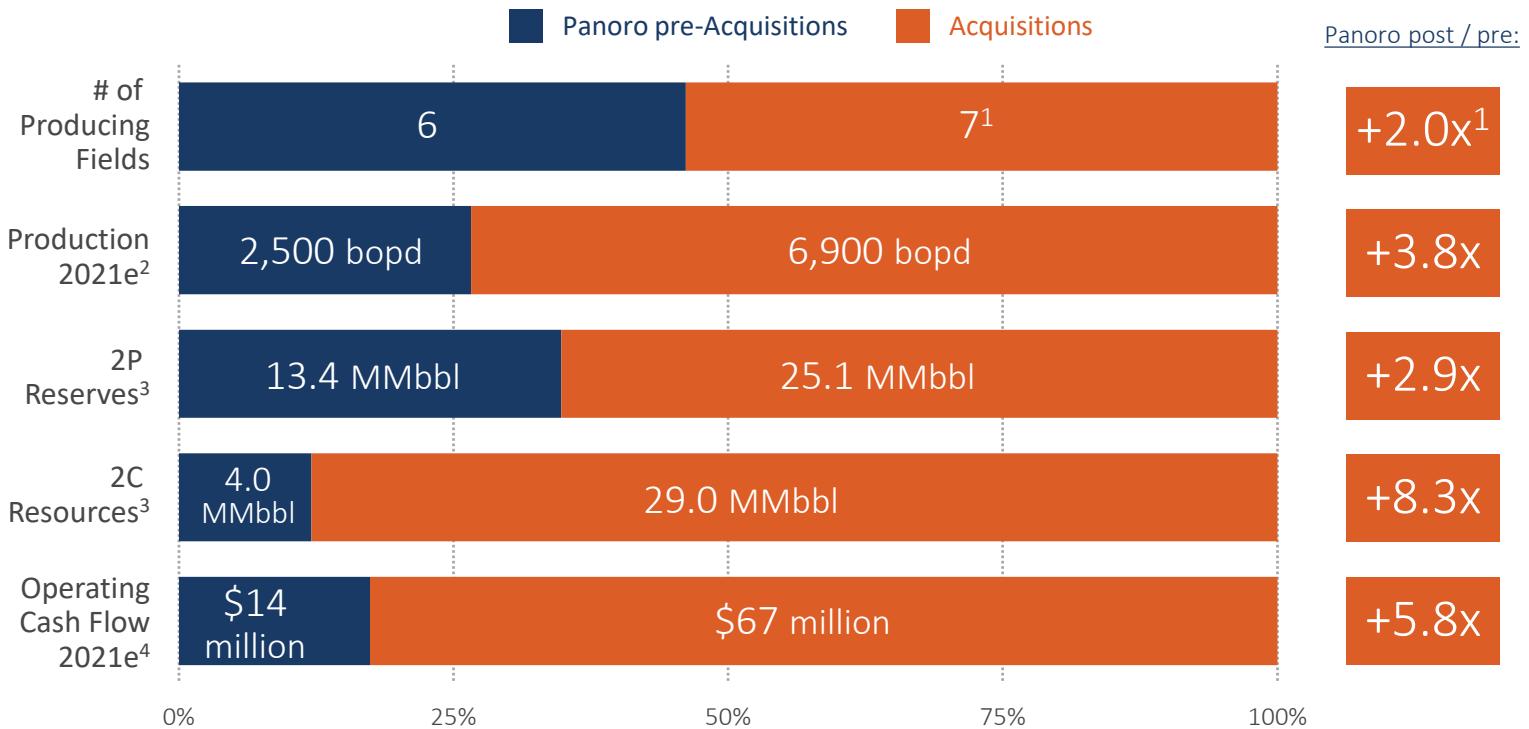
4. Ceiba/Okume 2P reserves, 2C resources, and opex are estimates per the Competent Person's Report (CPR) from TRACS International Limited (TRACS). Dussafu reserves and resources as per the Annual Statement of Reserves (ASR) which is based on the CPR from Netherland, Sewell & Associates Inc (NSAI). All are on a working interest basis.

5. 2C resources are unrisked

6. Management estimates based on post tax operating cash flows after all capex. Excluding capex 2.2 year payback

Transformational Impact on Panoro

Significantly Increased Scale, Robustness, Diversification and Upside Potential



Post the Acquisitions and Financing, Panoro will be fully financed for all foreseeable capex and production ramp-up to ~12,000+ bopd net WI in 2023e

1. Acquisitions include Dussafu (Tortue field producing) where Panoro already has interest, i.e. 6 out of 7 producing fields acquired are added

2. Working interest production based on management estimates – in line with operator

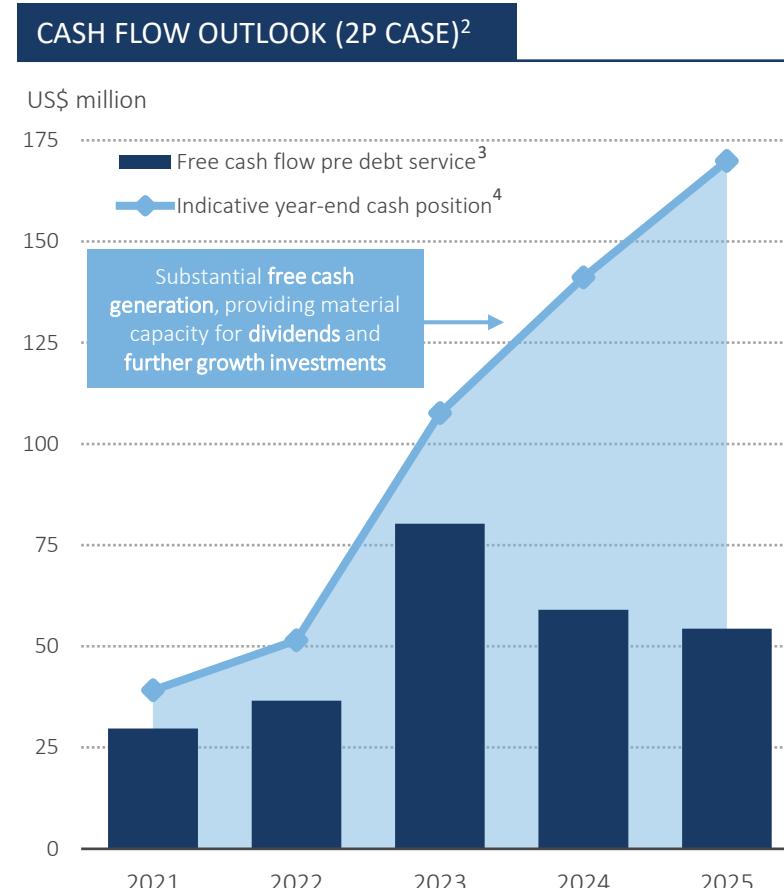
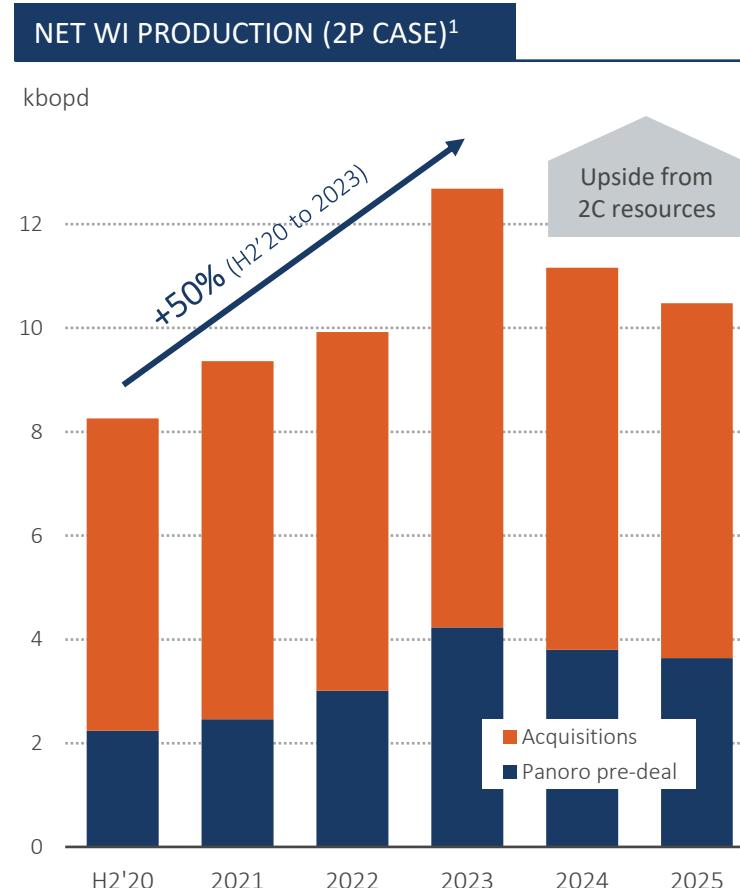
3. Working interest from ASR as at 1/1/20 and working interest CPR from TRACS as at 1/7/20

4. Operating cash flow after tax, before interest. Based on production volumes not actual liftings/revenue recognition. Subject to completion adjustments from effective date of 1 July 2020. Management estimates at US\$ 55/bbl Brent



Significantly Increased Production and Cash Flow Outlook

Positioned to Pay Substantial Dividends from 2023 Onwards



- More than tripling of current production base with strong growth outlook, both near and longer term
- As a result operating cash flow significantly enhanced, more steady and diversified
- Strong free cash flow generation from 2023 onwards, after Dussafu Hibiscus/Ruche Phase 1 on stream...
- ... positioning Panoro for dividends and further growth, organic and inorganic

1. Management estimates mid case based on CPRs

2. Management estimates mid case, based on Brent at US\$ 55/bbl in 2021 and US\$ 50/bbl in 2022-2025

3. After tax. Based on production volumes not actual liftings/revenue recognition. 2021 cash flow is subject to completion adjustments from effective date of 1 July 2020

4. Indicative cash position after all scheduled debt service prior to any dividend or debt cash sweep (40% of forecasted excess cash used to accelerate debt repayment)

Selected Highlights

2020 Highlights

FINANCIAL

- Gross revenue excluding hedging income from continuing operations of US\$ 26.9 million for 2020 (2019: US\$ 46.8 million) derived from eight international and six domestic oil liftings (2019: nine international, six domestic)
- 2020 EBITDA of US\$ 6 million compared to US\$ 24.6 million in 2019, due to significantly lower oil prices and one fewer lifting
- Operating cost of US\$ 19.60 per barrel of oil produced for the year 2020 impacted by high levels of workover activity in Tunisia, Covid related costs and increased Gabon operating costs in Q4
- Capital expenditure of US\$ 13.7 million for the year (2019: US\$ 9.5 million)
- Receivables from crude oil sales were US\$ 5.6 million at 31 December 2020 (31 December 2019: US\$ 8.9 million)
- Debt including accrued interest of US\$ 21.3 million (31 December 2019: US\$ 25 million). Principal repayment during the year was US\$ 4.3 million

OPERATIONAL

- Annual group production net to Panoro of 0.81 MMbbls with average daily rate of approximately 2,200 bopd
- Average production of approximately 2,350 bopd for Q4 2020 due to improved production in Tunisia
- Production and lifting operations maintained and largely unaffected through the crisis
- Health and Safety systems and protocols proved resilient

KEY FINANCIALS (US\$ million)

	31 Dec 20 (unaudited)	31 Dec 19 (audited)
Total revenue (YTD)	26.9	46.8
EBITDA	6.0	24.6
Net profit/(loss) after tax from continuing operations ¹	(1.7)	5.4
- Including discontinued operations	(4.9)	10.2
Underlying net profit/(loss) before tax ²	1.7	14.7
Cash and bank balances ³	15.6	30.5
Gross debt ⁴	21.3	25.0
Capital expenditure	13.7	9.5

1. Following agreement to sell Aje to PetroNor in Q4 2019, the results and operations have been classified as discontinued operations and the asset has also been classified as held for sale. Numbers including comparatives in income statement have been re-classified to remove and disclose Aje operations separately in a single line of the income statement

2. Non-GAAP Financial Measures. Underlying Operating Profit/(Loss) before tax is considered by the Group to be a useful additional measure to help understand underlying operational performance. The definition and details of this Non-GAAP measure can be referred to on page 8 of the Third quarter, 2020 report.

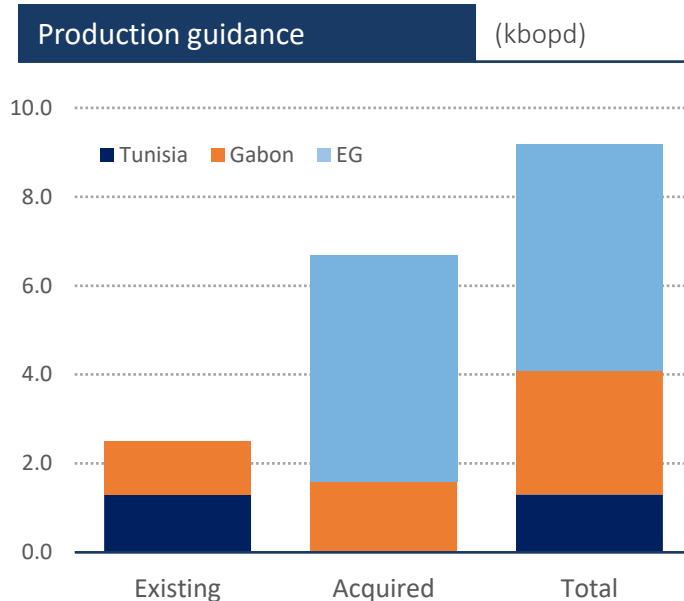
3. Includes US\$ 10 million held for SOEP Guarantee as at 31 December 2020 and 2019

4. Mercuria Senior Secured Loan and BW Energy Non-Recourse Loan



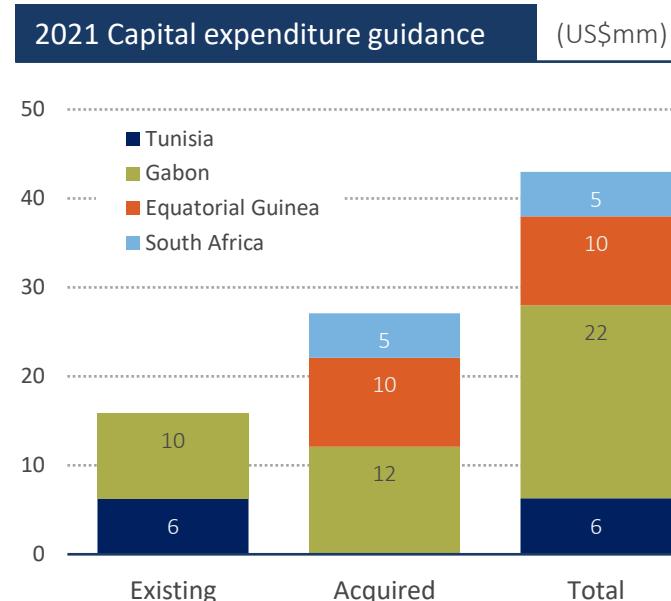
Outlook – 2021 Guidance

Fully funded for all identified activities



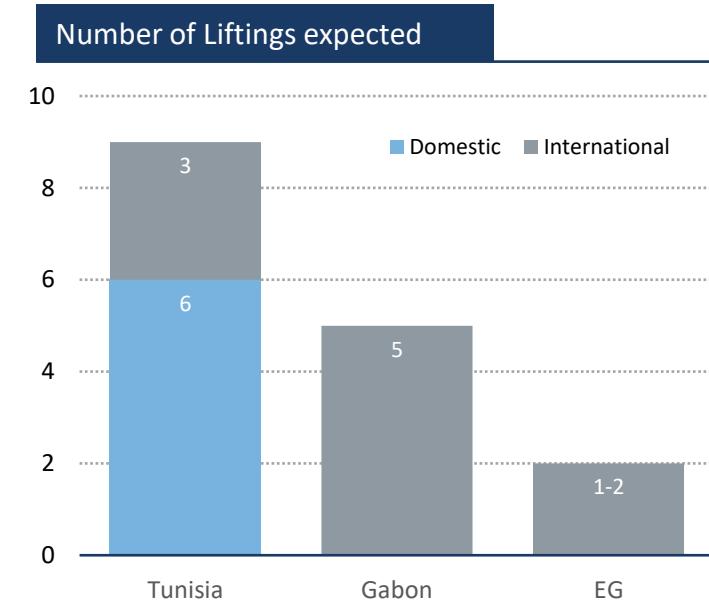
PRODUCTION

1. Acquired production relates to EG and Dussafu Transactions, subject to completion
2. In line with operator estimates
3. Revenue is recognized based on liftings in line with IFRS and not on production basis



CAPEX

1. Total expected expenditure - US\$ 43m
2. Expenditure in EG, Block 2B South Africa and 10% additional Dussafu interest in Gabon, subject to completion – US\$ 27m
3. Estimates include abandonment contributions, under US\$ 1m
4. Tunisia capex includes remaining payments from 2020 activity
5. Does not include Salloum Well in Tunisia – funds already set-aside with cash-backed guarantee



LIFTING

1. EG - (subject to completion of acquisition), firm lifting in Q1 and tentatively planned in Q4 21 or Q1 22 – net parcel size 950 mbbls
2. Gabon - Liftings jointly with BWE/Tullow and expected to be spread evenly between quarters – gross parcel size 650 mbbls (net to Panoro effectively sharing 8.24% (existing) to 19.23% (post-acquisition of additional interest, subject to completion))
3. Tunisia – domestic liftings spread evenly throughout the year. International lifting expected in Q1, Q3 and Q4. net parcel size international lifting 90,000 bbls

Outlook and Summary



Summary – Acquisitions Highlights

Creating One of the World's Leading Independent Listed African E&Ps

TRANSFORMATIONAL GROWTH



~3-4x immediate increase in Panoro's production and reserve base

Addition of six new producing fields - significantly enhanced diversification

2023 Production expected to be in excess of 12,000 bopd

EXCELLENT METRICS



Acquisitions materially accretive on all metrics

Payback in <3 years based in 2P alone

Very limited increase in Panoro cost base

HIGH QUALITY ASSET BASE



Low opex and breakevens

Long-life assets within Panoro's core area

Highly complementary assets - combined cash flow financing all capex across assets

MATERIAL UPSIDE



Multiple production growth & exploration opportunities

Quality operators determined to exploit untapped potential

~8x increase in Panoro's 2C resources

STRONG FREE CASH FLOW



Significantly increased cash flow

Panoro fully financed through all foreseeable capex and production growth¹

Substantial dividend capacity from 2023¹



Hibiscus Extension Q2 Exploration Well Could Triple Reserves

11 MMbbl
(pre-drill)

Discovery

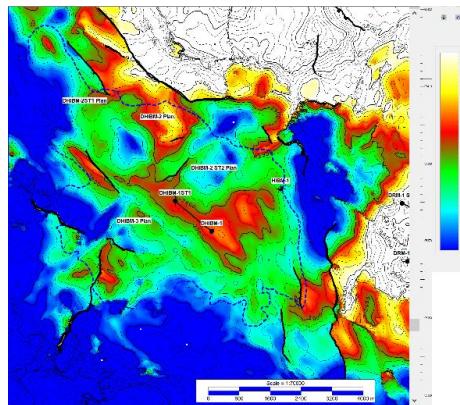
44 MMbbl
(certified 2P)

Seismic
reprocess.

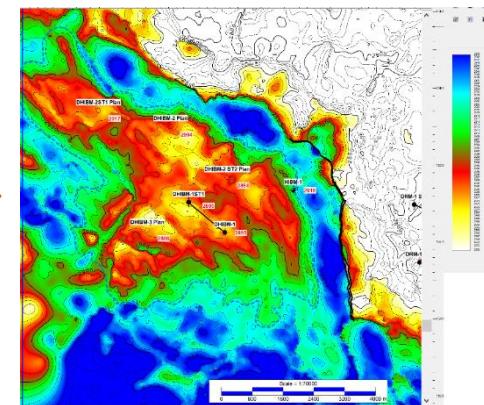
155 MMbbl
(prelim est.)

- The Hibiscus discovery from August 2019 has significantly increased the reserve and resource base for the Dussafu area
- At present Hibiscus has 43.7 MMbbl certified 2P reserves by NSAI, 4x larger than pre-drill estimate
- Further, recent seismic reprocessing suggests an increase in the Greater Hibiscus oil-in-place volumes by potentially ~3x, which could give 155 MMbbl recoverable reserves...
- ... in which case Dussafu 2P reserves would double to 222 MMbbl
- Planned appraisal well in Q2 2021 to confirm new interpretation
- Importantly Hibiscus has also de-risked and provided intelligence for several follow-up prospects with large potential as illustrated on the next page

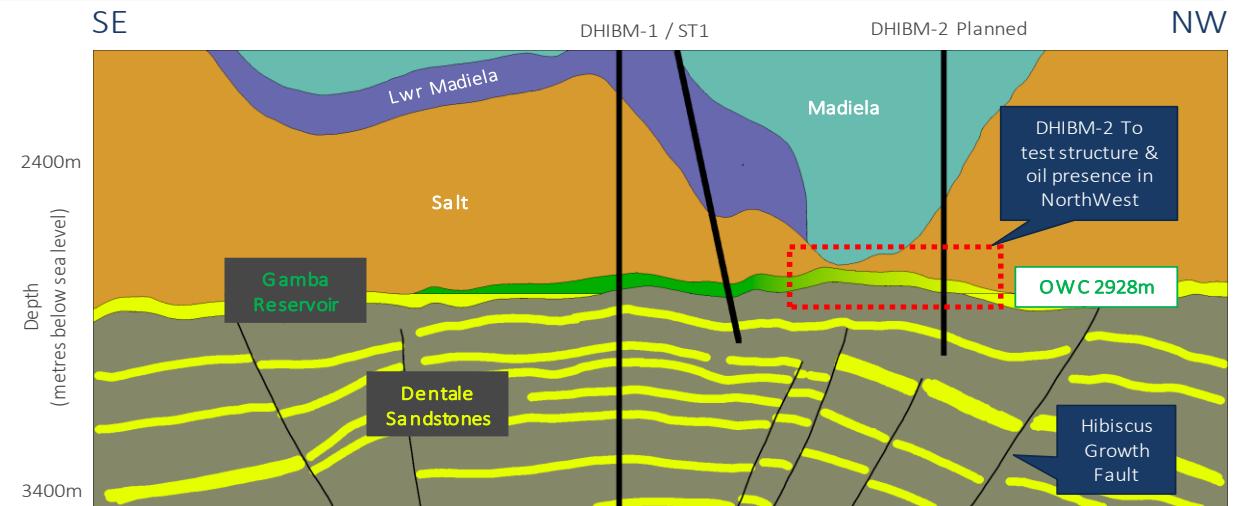
HIBISCUS STRUCTURE MAPS OLD AND NEW



Reprocessing



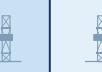
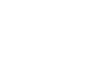
HIBISCUS PROPOSED WELL – 2021



Panoro Energy

Creating One of the World's Leading Independent Listed African E&Ps

Significant News Flow Ahead

	Activity	Comments	2021				2022			
			Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4
Gabon 	PRODUCTION WELLS	Final well Tortue Phase 2 6 new wells Hibiscus/Ruche Phase 1 2022								
	EXPLORATION WELLS	Planned well 2021 in Hibiscus; 2x contingent wells per year for 5 years								
Equatorial Guinea 	PRODUCTION WELLS	Infill Production Wells								
Tunisia 	PRODUCTION	Workover Activity to Increase Production								
	EXPLORATION WELL	Salloum West (pending approvals)								
Other	PETRONOR DIVIDEND	Subject to Closing Conditions								
	EXPLORATION WELL	South Africa, subject to Closing Conditions								

Additional activity to be defined



Dividend



Planned



Contingent/Possible



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