MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATION

Three and six month periods ended June 30, 2013

*This management's discussion and analysis ("**MD&A**") is current to July 23, 2013 and is management's assessment of the operations and the financial results of CGX Energy Inc. ("**CGX**" or the "**Company**"). All figures are in United States dollars, unless otherwise stated. This MD&A should be read in conjunction with the Company's unaudited interim consolidated financial statements and the related notes for the three and six month periods ended June 30, 2013 and 2012 and the audited consolidated financial statements and the related notes for the years ended December 31, 2012 and 2011.*

*Unless indicated otherwise, all financial data in this MD&A has been prepared in accordance with International Financial Reporting Standards ("**IFRS**") issued by the International Accounting Standards Board ("**IASB**") and interpretations of the International Financial Reporting Interpretations Committee ("**IFRIC**").*

Additional information relevant to the Company's activities, including the Company's Annual Information Form, can be found on SEDAR at www.sedar.com or the Company's website at www.cgxenergy.com.

Advisories

Forward-Looking Statements

This MD&A contains forward-looking statements that are not historical in nature and involve risks and uncertainties. Forward-looking statements are not guarantees as to CGX's future results as there are inherent difficulties in predicting future results. Accordingly, actual results could differ materially from those expressed or implied in the forward-looking statements.

This MD&A includes "forward-looking statements", within the meaning of applicable securities legislation, which are based on the opinions and estimates of management and are subject to a variety of risks and uncertainties and other factors that could cause actual events or results to differ materially from those projected in the forward looking statements. Forward-looking statements are often, but not always, identified by the use of words such as "seek", "anticipate", "budget", "plan", "continue", "estimate", "expect", "forecast", "may", "will", "project", "predict", "potential", "targeting", "intend", "could", "might", "should", "believe" and other similar words suggesting future outcomes or statements regarding an outlook. Such risks and uncertainties include, but are not limited to, risks associated with the offshore and onshore oil and gas industry (including operational risks in exploration development and production; delays or changes in plans with respect to exploration or development projects or capital expenditures; the uncertainty of reserve estimates; the uncertainty of estimates and projections in relation to production, costs and expenses; the uncertainty surrounding the ability of CGX to obtain all permits, consents or authorizations required for its operations and activities; and health safety and environmental risks), the risk of commodity price and foreign exchange rate fluctuations, the risk of CGX not being able to fund the capital and operating expenses necessary to achieve its, the uncertainty associated with commercial negotiations and negotiating with foreign governments and risks associated with international business activities, as well as those risks described in public disclosure documents filed by CGX. The ability of the Company to carry out its business plan is primarily dependent upon the continued support of its shareholders, the discovery of economically recoverable reserves and the ability of the Company to obtain financing to develop such reserves. Due to the risks, uncertainties and assumptions inherent in forward-looking statements, prospective investors in securities of CGX should not place undue reliance on these forward-looking statements. Statements in relation to "reserves" and "resources" are deemed to

be forward-looking statements, as they involve the implied assessment, based on certain estimates and assumptions, that the resources and reserves described can be profitably produced in the future.

Although the forward-looking statements contained in this MD&A are based on assumption that management believes to be reasonable, the Company cannot assure investors that actual results will be consistent with these forward-looking statements.

Readers are cautioned that the foregoing lists of risks, uncertainties and other factors are not exhaustive. The forward-looking statements contained in this MD&A are made as of the date hereof and the Company undertakes no obligation to update publicly or revise any forward-looking statements contained in this document or in any other documents filed with Canadian securities regulatory authorities, whether as a result of new information, future events or otherwise, except in accordance with applicable securities laws. The forward-looking statements contained in this document are expressly qualified by this advisory statement.

For more information, please see the Company's Annual Information Form which is available at www.sedar.com.

Boe Conversion

The term "boe" is used in this MD&A. Boe may be misleading, particularly if used in isolation. A boe conversion ratio of cubic feet to barrels is based on an energy equivalency conversion method primarily applicable at the burner tip and does not represent a value equivalency at the wellhead. In this MD&A we have expressed boe using the conversion standard of 6.0 Mcf: 1 bbl.

Prospective Resources

Readers should give attention to the estimates of individual classes of resources and appreciate the differing probabilities of recovery associated with each class. Estimates of remaining recoverable resources (unrisked) include Prospective Resources that have not been adjusted for risk based on the chance of discovery or the chance of development and Contingent Resources that have not been adjusted for risk based on the chance of development. It is not an estimate of volumes that may be recovered. Actual recovery is likely to be less and may be substantially less or zero.

Prospective Resources are those quantities of petroleum estimated, as of a given date, to be potentially recoverable from undiscovered accumulations by application of future development projects. Prospective Resources have both an associated chance of discovery and a chance of development. Prospective Resources are further subdivided in accordance with the level of certainty associated with recoverable estimates, assuming their discovery and development, and may be sub-classified based on project maturity. There is no certainty that any portion of the resources will be discovered. If discovered, and they would be technically and economically viable to recover; there is no certainty that the Prospective Resource will be discovered. If discovered, there is no certainty that any discovery will be technically or economically viable to produce any portion of the resources.

OVERVIEW

Company Profile

CGX is an oil and gas exploration company headquartered in Toronto, Canada. CGX was incorporated in 1998 for the primary purpose of exploring for hydrocarbons in Guyana, South America. As at July 23, 2013, CGX holds an interest in three Petroleum Agreements (Corentyne, Berbice and Demerara) covering approximately 3.3 million gross acres (approximately 3 million net acres) offshore and onshore Guyana.

CGX has four direct subsidiaries: (i) CGX Resources Inc. ("**CGX Resources**"), a wholly-owned subsidiary, which is incorporated pursuant to the laws of Bahamas; (ii) ON Energy Inc. ("**ON Energy**"), a corporation subsisting under the laws of Guyana, 62% of the voting shares of which are owned by CGX;

(iii) GCIE Holdings Limited, a wholly-owned subsidiary, which is incorporated pursuant to the laws of Barbados and owns 100% of the shares of Grand Canal Industrial Estates Inc. ("**Grand Canal**"), a corporation subsisting under the laws of Guyana; and (iv) CGX Energy Management Corp., a wholly owned subsidiary, which is incorporated pursuant to the laws of the State of Delaware, USA.

Recent Highlights

Highlights of the Company's activities during the six months ended June 30, 2013 and to date include the following:

- **Renewal of PPLs:** On November 27, 2012, the Company received a new Corentyne Petroleum Agreement ("**PA**"), offshore Guyana, renewable after four years for up to six additional years. The new Corentyne PA applies to the former offshore portion of Corentyne Petroleum Prospecting License ("**PPL**"), covering 6,212 square kilometres. On February 12, 2013, the Government of Guyana issued a new Berbice PA and PPL to ON Energy, comprising the former Berbice PA and the onshore portion of the former Corentyne PPL, covering 3,295 square kilometres. On February 12, 2013, the Government of Guyana issued the new Demerara PA and PPL to the Company. The Demerara PA and PPL applies to the former offshore portion of the Annex PPL, covering 3,975 square kilometres, which was a subset of the Company's original Corentyne PA.

- **Independent Resources Evaluation:** As of March 19, 2013 and effective December 31, 2012, an Independent Resources Evaluation was completed by DeGolyer and MacNaughton of Dallas, Texas, USA (the "**D&M Report**"). In the D&M Report, the total best estimate (P50) of Prospective Resources for six oil and gas prospects within the Corentyne PA are 779 MMbbl of oil, 743 MMbbl of condensate, 6,943 Bcf of sales gas plus 696 billion cubic feet of solution gas.

- **Private Placement Financing:** On April 26, 2013, the Company closed a brokered private placement raising CDN $37,008,900 by issuing 37,008,900 post-consolidation units (the "**Units**") at a price of CDN $1.00 per Unit. Each Unit is comprised of one post-consolidation common share in the capital of the Company and one post-consolidation common share purchase warrant. Each one post-consolidation common share purchase warrant entitles the holder thereof to acquire one post-consolidation Common Share at any time until April 26, 2018 at an exercise price of CDN $1.70. In connection with the Offering, the Company's board of directors (the "**Board**") and its senior management team have been changed.

- **Cost Cutting Initiatives:** The Company has reduced all non-essential purchases and travel to preserve cash resources. The Company will continue to evaluate further cost cutting initiatives and is determined to keep general and administrative costs at current or lower levels going forward.

- **Strategic Partners and New Initiatives:** The Company is in the process of re-interpreting seismic data to delineate a new prospect on the Corenytne PPL with the assistance of Pacific Rubiales Energy Corp. ("**Pacific Rubiales**") and its technical staff. In the short term, the Company will likely require additional equity financing and seek to widen its shareholder base with a view to longer term farm-out transactions to enhance shareholder value.

- **Share Consolidation:** At the Company's Annual and Special Meeting of shareholders on June 26, 2013, the shareholders approved a consolidation of its issued and outstanding common shares, warrants and options on a basis of 10 pre-consolidated shares, warrants or options for each post-consolidation share, warrant or option. On July 11, 2013, the Company filed articles of amendment to complete this consolidation.

- **Dissolution of 1524555 Alberta Ltd.:** Effective on July 3, 2013, the Company voluntarily dissolved 1524555 Alberta Ltd. This subsidiary was no longer carrying out business and at the time of dissolution had no assets or liabilities.

Carrying on Business in Guyana

The exploration activities of CGX are currently conducted in Guyana through its subsidiaries. The following description of carrying on business in Guyana is taken from publicly available information provided by the Guyana Office for Investment and is available at www.guyanaconsulate.com under the heading "Investment Guide".

Guyana is situated on the northern coast of the South American continent. It is bound on the north by the Atlantic Ocean, on the east by Suriname, on the south-west by Brazil and on the north-west by Venezuela. Guyana's total area is approximately 215,000 square kilometres, slightly smaller than Great Britain. Its coastline is approximately 4.5 feet below sea level at high tide, while its hinterland contains mountains, forests, and savannahs. This topography has endowed Guyana with its extensive network of rivers and creeks as well as a large number of waterfalls. Guyana is endowed with natural resources including fertile agricultural land and rich mineral deposits (including gold, diamonds and semi-precious stones, bauxite and manganese).

Guyana is divided into three counties (Demerara, Essequibo and Berbice) and 10 administrative regions. Georgetown is the capital city of Guyana, the seat of government, the main commercial centre, and the principal port. In addition to Georgetown, Guyana has six towns of administrative and commercial importance which are recognized municipal districts; each has its own mayor, council and civic responsibilities. Guyana's population is approximately 770,000.

The Co-operative Republic of Guyana is an independent republic headed by the president and National Assembly. The most recent elections were held in November 2011 in which the People's Progressive Party was re-elected as a minority government. Guyana is a member of the British Commonwealth of Nations, with a legal system based for the most part on British Common Law.

The Petroleum Regime in Guyana

Under the Guyana Petroleum Act, PA and associated PPL, petroleum exploration in Guyana is executed by and subject to the approval of, the Minister Responsible for Petroleum. Within Guyana, subsurface rights for minerals and petroleum are vested in the state. PAs may address the following matters: (i) granting of requisite licences; (ii) conditions to be included in the granting or renewal of such licences; (iii) procedure and manner with respect to the exercise of Ministerial discretion; and, (iv) any matter incidental to or connected with the foregoing.

The Guyana Geology & Mines Commission ("**GGMC**") is the statutory body responsible for administering PAs and PPLs for petroleum exploration in Guyana. The GGMC has been charged with the responsibility for managing the nation's mineral resources.

In order to obtain a PPL, the licencee must:

- submit a prospecting licence application to the Minister Responsible for Petroleum, including a detailed annual work program and budget; and
- agree to comply with licence conditions stipulated by the Minister Responsible for Petroleum, including conditions stipulated in the applicable governing petroleum agreement.

A PA and an associated PPL enable the holder to conduct prospecting and exploration activities for petroleum on the subject property in accordance with the terms and conditions of such PA and PPL. A PPL is issued for an initial period not exceeding four years, and is renewable for up to two additional three-year periods. In the event of a discovery, the holder may apply for a 20 year PPL, renewable for a further 10 years.

Update on CGX's PAs and PPPLs

On November 27, 2012, the Company was issued a new Corentyne PA and PPL covering 6,212 square kilometres, the same area as the offshore portion of the former Corentyne PPL that had been issued on June 24, 1998. Under the terms of the new Corentyne PA, during the initial period of four years CGX has an obligation to drill two wells. The Corentyne PA and PPL are renewable after four years for up to six additional years. The Corentyne PPL is 100% owned by CGX.

On February 12, 2013, the Company entered into the Demerara PA and PPL covering 3,975 square kilometres, the same area the former Annex PPL, which was a subset of the Company's original Corentyne PA. Under the terms of the Demerara PA, during the initial period of four years, CGX has an obligation to conduct a 3D seismic survey of a minimum of 1,000 square kilometres and to drill one exploration well. The Demerara PA and Demerara PPL are renewable after four years for up to six additional years. The Demerara PPL is 100% owned by CGX.

On February 12, 2013, ON Energy entered into the Berbice PA and PPL covering 3,295 square kilometres, the same area as the former Berbice PA issued on October 1, 2003, combined with the onshore portion of the Company's former Corentyne PA. Under the terms of the new Berbice PA, during the initial period of four years, ON Energy has an obligation to conduct an airborne survey of a minimum of 1,000 square kilometres and either conduct a 2D seismic survey of a minimum of 100 square kilometres or drill one exploration well. The Berbice PA and Berbice PPL are renewable after four years for up to six additional years. The Berbice PPL is 62% owned by CGX.

The Pomeroon PA expired effective November 19, 2012. The Pomeroon PA was issued to Century Guyana, Ltd. in November 1997 and was purchased by CGX in January 2004. As has been reported since 2007, the Company has been in discussions with the Government of Guyana regarding modification of the Pomeroon PA that would have extended the PA to November 2013. During these discussions, the Company was advised that the November 1997 Pomeroon PA reverted to the Government effective November 19, 2012. While the Company believes that continuing discussions will result in a new Pomeroon PPL, there can be no assurances as to the outcome or the terms of these negotiations.

The Company's Georgetown PA expired November 25, 2012, as disclosed in the 2012 third quarter financial statements.

Recent Financings[(1)]

On May 27, 2012, the Company entered into a definitive subscription with Pacific Rubiales pursuant to which Pacific Rubiales subscribed for 8,571,429 units of the Company by way of private placement at a price per unit of CDN$3.50 for total gross proceeds to the Company of CDN$30 million. Each unit consisted of one common share and one-half of one common share purchase warrant of the Company. Each warrant is exercisable for one common share in the capital of CGX ("**Common Share**") at an exercise price of CDN$6.00 per share until January 9, 2014. All Common Shares and warrants that comprised the units and any Common shares issued upon exercise of the warrants were subject to a four month hold period from the date of issuance of the units. At a Special Meeting of shareholders held on June 28, 2012, the shareholders approved the definitive subscription with Pacific Rubiales to allow them to hold 36% of the Common Shares with a potential, through the exercise of existing warrants, to hold 41% of the Common Shares. On July 9, 2012 the private placement was completed. The Company paid an advisory fee of CDN$1.2 million or 4% of the gross proceeds of the private placement to GMP Securities L.P. ("**GMP**").

In connection with the private placement, the Company granted Pacific Rubiales the right until the earlier to occur of: (a) the date on which Pacific Rubiales owns less than 15% of the Common Shares; and (b) the date that is two years following the closing date of the private placement, to participate in certain subsequent offerings or private placements by the Company in order for Pacific Rubiales to maintain the lesser of: (i) its percentage ownership interest in the Company held immediately prior to such offering or placement; and (ii) 35.06% of the Common Shares.

In connection with the investment made by Pacific Rubiales, the Company agreed to include Dr. Marino Ostos and Mr. José Francisco Arata on management's slate of nominees for director included in the management information circular in connection with the Annual and Special Meeting of shareholders held on June 24, 2012 and to appoint a third individual nominated by Pacific Rubiales to serve on the Company's board of directors on or prior to December 31, 2012.

The Company and Pacific Rubiales also entered into an earn-in and technical cooperation agreement dated May 27, 2012 pursuant to which: (i) Pacific Rubiales would provide technical assistance to the Company in respect of its operations, and (ii) Pacific Rubiales would have the right to participate in the Company's next commitment well on each of the Corentyne PPL ("**Corentyne Option**") and the Annex PPL ("**Annex Option**") by funding 50% of all costs related to such commitment wells (and in the case of the Annex PPL, by also funding 50% of the seismic program) in exchange for a 33% interest in the applicable PPL. The Corentyne Option was exercisable on or before July 31, 2012 (Pacific Rubiales did not exercise their right on the Corentyne Option) and the Annex Option was exercisable on or before the 60th day following Pacific Rubiales being made aware by CGX of receipt by CGX of the renewed Annex PPL. This Annex Option has now expired.

On April 26, 2013, the Company closed a brokered private placement raising CDN $37,008,900 by issuing 37,008,900 units (the "**Units**") at a price of CDN $1.00 per Unit (the "**Offering**"). Each Unit is comprised of one Common Share and one full Common Share purchase warrant (a "**Warrant**"). Each Warrant entitles the holder thereof to acquire one Common Share at any time until April 26, 2018 at an exercise price of CDN $1.70.

As compensation for its services in connection with the Offering, GMP was paid a fee of 4% on the subscription of units by Pacific Rubiales and 6% on the subscription of Units by other purchasers for total finder fees paid of CDN$1,520,534.

Additionally, pursuant to the terms of the Company's agreement with Credit Suisse for reviewing strategic options available to the Company and evaluating and assisting the Company in the responding to transaction proposals received, the Company would have been liable to Credit Suisse for approximately $4million upon closing of the brokered private placement. The Company was able to renegotiate the success fee with Credit Suisse and agreed to pay a total success fee of approximately $2 million in April 2013 of which, approximately $0.5 million had been accrued or paid in prior periods.

Pacific Rubiales subscribed for 35 million Units, which increased Pacific Rubiales' ownership of CGX to 49,443,429 Common Shares, representing approximately 63.2% of the issued and outstanding shares in the capital of the Company on a non-diluted basis. If Pacific Rubiales exercises all of the Warrants, it would hold a total of 84,443,429 Common Shares representing approximately 74.6% of the Common Shares.

In accordance with the subscription agreement entered into with Pacific Rubiales, the following individuals were appointed to the Board: Serafino Iacono, Ronald Pantin and Dennis Mills.

Resignations from the Board include Kerry Sully, Denis Clement and Adrian Jackson. Serafino Iacono and Suresh Narine will each act as Co-Chairman of the Company.

Dewi Jones was appointed Chief Executive Officer and Michael Galego was appointed General Counsel and Secretary. Kerry Sully, President and Chief Executive Officer, John Clarke, Vice President, Corporate Development, and Michael Stockinger, Chief Operating Officer resigned effective April 26, 2013.

As a result of Pacific Rubiales acquiring more than 50% of the Common Shares, change of control clauses were triggered under certain agreements with directors, officers, employees and consultants that resulted in payments and or accruals of approximately $1.8 million under the agreements.

(1) Note: all common share number and prices are post 10:1 consolidation; See Recent Highlights section.

GUYANA OPERATIONS

Corentyne PA, Guyana

The original Corentyne PA covered approximately 2.9 million acres under two separate PPLs. The Annex PPL (1.0 million acres) was held 100%, as was the offshore portion of the Corentyne PPL (1.5 million

acres), while the onshore portion of the Corentyne PPL (0.4 million acres) was held net 62% by CGX through ON Energy.

The original Corentyne PA was awarded to CGX in 1998, following which the Company began an active exploration program consisting of a 1,800 kilometre seismic acquisition and preparations to drill the Eagle well. The Eagle drilling location in 2000 was 15 kilometres within Guyana-Suriname border. However, a border dispute between Guyana and Suriname led to the Company being forced off the Eagle location before drilling could begin. As a result of that incident, all active offshore exploration in Guyana was suspended by CGX and the other operators in the area, including Exxon and Maxus (Repsol, YPF). On September 17, 2007, the International Tribunal on the Law of the Sea ("**ITLOS**") awarded a maritime boundary between Guyana and Suriname. In the decision, ITLOS determined that it had the jurisdiction to decide on the merits of the dispute and that the line adopted by ITLOS to delimit the Parties' continental shelf and exclusive economic zone follows an unadjusted equidistance line. The arbitration was compulsory and binding. CGX financed a significant portion of Guyana's legal expense at a cost of $9.8 million. The decision was beneficial for CGX, as it concluded that 93% of CGX's Corentyne PPL and 100% of the Georgetown PPL would be in Guyana territory.

Because CGX was prevented from gaining unhindered access to a portion of the original Corentyne PPL area during the seven year resolution, the term of the contract was extended to June 2013.

In 2008, CGX was the first company to commit to acquire 3D seismic in Guyana when the Company shot a 505 square kilometre 3D seismic program to enhance its interpretation of its newly defined Eagle Deep prospect, a large stratigraphic trap in the Cretaceous. The cost of the seismic program was approximately $8 million. Processing and interpretation of the 3D seismic was completed in 2009.

Based on the interpretation of the 3D seismic volume and recent activities on both sides of the Atlantic margin, CGX interpreted numerous prospects on the Corentyne PPL. One significant prospect is a Turonian sand at approximately 5,600 metres. Because the offset Jaguar-1 well on the Georgetown PPL was testing another Cretaceous Turonian prospect, the Corentyne commitment well was targeted to 4,250 metres to test the Tertiary Eocene and Cretaceous Maastrichtian trend.

The Eagle-1 well spud on February 13, 2012 and was initially budgeted for 60 days of drilling, but experienced weather delays and mechanical issues which extended operations to 107 days. The initial cost estimate for the Eagle-1 well was $55 million; however, due to additional time for drilling and additional logging of potential reservoir sands, the drilling rig was released May 16, 2012. The final costs associated with the Eagle-1 well were approximately $89.9 million. In May 2012, the Company completed the analyses of the results of its Eagle-1 well on the Company's 100% owned and operated Corentyne PPL, offshore Guyana. The well was declared a dry-hole after encountering hydrocarbon shows in three formations, but the potential reservoir sands proved to be water-bearing. The Company recognized these costs as a dry hole expense the total cost of Eagle-1 well in the financial statements for the year ended December 31, 2012.

On November 27, 2012, the Company received a new Corentyne PA, offshore Guyana, renewable after four years for up to six additional years. The New Corentyne PA applies to the former offshore portion of Corentyne PPL, covering 6,212 square kilometres.

As of March 19, 2013 and effective December 31, 2012, an Independent Resources Evaluation was completed by DeGolyer and MacNaughton of Dallas, Texas, USA. In the D&M Report, the total best estimate (P50) of Prospective Resources for six oil and gas prospects within the Corentyne PA are 779 MMbbl of oil, 743 MMbbl of condensate, 6,943 Bcf of sales gas plus 696 billion cubic feet of solution gas. If the estimate of gas resources were converted to oil on a 6:1 btu equivalence, and if the estimate of solution gas resources associated with the oil prospects were converted to sales gas assuming a 5% shrinkage, the arithmetic sum would be 2,664 MMboe. The D&M Report has been filed on CGX's website at www.cgxenergy.com. The D&M Report was prepared in accordance with the requirements of Section 5.9 of National Instrument 51-101 – *Standards of Disclosure for Oil and Gas Activities.*

Georgetown PA, Guyana
The Georgetown PA was granted to Maxus Guyana Ltd. (now YPF Guyana Ltd. ("**YPF**")) on November 25, 1997. In 2000, AGIP Guyana B.V. earned a 25% interest in the PA by shooting a 2D seismic program, which interest was subsequently acquired in June 2002 by CGX Resources. As a result of additional divestitures by YPF, the ownership of the Georgetown PPL became: Repsol (15%), YPF (30%), Tullow Guyana B.V. (30%), and CGX Resources (25%) (collectively, the "**Partners**"). Under the Georgetown PPL and the joint operating agreement between the Partners, Repsol became the operator of the Georgetown PPL, which comprised 1.7 million acres.

In conjunction with the seismic acquisition program on the Corentyne PPL, the Partners acquired 1,700 kilometres of 2D seismic in 1999. However, due to the border dispute between Guyana and Suriname, exploration activities were suspended in 2000 as a significant portion of the Georgetown PPL was in the area of dispute. Following resolution of the maritime boundary, an additional 1,839 square kilometres of 3D seismic was acquired in 2008/2009 in conjunction with CGX's program on the Corentyne PPL. CGX's share of the acquisition and processing was approximately $10 million.

On February 9, 2012, under the terms of the Georgetown PPL, Repsol spudded the Jaguar-1 well offshore Guyana. The Jaguar-1 well located on the Georgetown PPL, was plugged at a depth of 4,876 metres without reaching the primary objective in the Late Cretaceous geologic zone. On July 16, 2012, the decision to stop drilling was announced based on safety criteria after reaching a point in the well where the pressure design limits for safe operations prevented further drilling to the main objective. While the primary Late Cretaceous objective was not reached, samples of light oil were successfully recovered from two Late Cretaceous turbidite sands.

Effective November 25, 2012, the Company was notified that the Georgetown PPL reverted back to the government of Guyana. Subsequent to licence expiration and during fourth quarter 2012, the Company, led by the operator Repsol, was in discussions with the Government of Guyana for the issuance of a new PPL. The Company believed that these discussions would have resulted in a new PPL, but there were no assurances as to the outcome and terms of these negotiations. As of the date hereof, CGX is not a participant to the Georgetown PPL or any new or renewed PPL relating to the area formerly known as the Georgetown block.

As a result of the Company's default under the Georgetown PPL as at April 22, 2013 *(date of filing of the year end audited financial statements)* and the Company's current uncertainty relating to this license, the Company recorded an impairment during the year ended December 31, 2012 of the full carrying amounts of $57,309,135. The Company continues to impair all additional costs incurred relating to this licence, including $65,713 spent during the six month period ended June 30, 2013.

Pomeroon PA, Guyana
In January 2004, the Company, through its wholly-owned subsidiary, CGX Resources, entered into an asset purchase agreement with Century Guyana, Ltd. ("**Century**") to acquire Century's 100% interest in the Pomeroon PA located offshore Guyana. The Government of Guyana approved this transfer in July 2004. The purchase price consisted of a payment of $100,000, plus the issuance of 2 million Common Shares. CGX assigned to Century an overriding royalty interest consisting of 2.5% of all revenues to the extent that the revenues are directly attributable to the contractor's share of profit oil.

The Pomeroon PPL was granted for a period of 10 years and covered approximately 2.8 million acres. The Pomeroon PPL is located between CGX's 100% owned Annex portion of the Corentyne PA (now the Demerara PPL) and the Venezuela border. Like many maritime boundaries in the world, the border between Venezuela and Guyana has not yet been resolved. It is further complicated by a land border dispute by Venezuela that is being pursued at the diplomatic level, and through the United Nations Good Officer process.

The Company completed a regional reinterpretation of existing data to identify priority areas for future seismic; however, additional field seismic and exploration drilling was deferred pending resolution of the maritime boundary between Guyana and Venezuela. Pending that border resolution, exploration activity

that would have required physical presence on the Pomeroon PPL to fulfill the terms of the minimum work program were deemed complete.

Effective November 19, 2012, the Company was notified that this licence has reverted back to the Government of Guyana. As a result of the expiration of the Pomeroon PPL in November 2012 and the Company's current uncertainty relating to this license, the Company recorded an impairment during the year ended December 31, 2012 of the full carrying amounts of $2,040,444. In the event that the Company secures the renewal of the license, the Company will revisit any impairment previously recorded.

Berbice PA, Guyana

In 2003, CGX, through its 62% owned subsidiary ON Energy, applied for and was granted the Berbice PPL consisting of approximately 387,000 acres adjacent to the Corentyne onshore PPL. On the two onshore PPL's, ON Energy completed aeromag re-interpretation, a geochemical sampling program and a 2D seismic program, to fulfill the minimum work obligations, plus drilled three dry-holes.

On February 12, 2013, the Government of Guyana issued a new Berbice PA and PPL to ON Energy, comprising the former Berbice PA and the onshore portion of the former Corentyne PPL, covering 3,295 square kilometres. Under the terms of the new Berbice PA, during the initial period of four years, ON Energy has an obligation to conduct an airborne survey comprising a minimum of 1,000 square kilometres and either conduct a 2D seismic survey comprising a minimum of 100 square kilometres or drill one exploration well.

Demerara PA, Guyana

On February 12, 2013, the Government of Guyana issued the new Demerara PA and PPL to the Company. The Demerara PA and PPL applies to the former offshore portion of the Annex PPL, covering 3,975 square kilometres, which was a subset of the Company's original Corentyne PA. Under the terms of the new Demerara PA, during the initial period of four years, CGX has an obligation to conduct a 3D seismic survey comprising a minimum of 1,000 square kilometres and to drill one exploration well.

Contractual Commitments

Under the terms of the new Corentyne PA and during the initial period of four years, CGX has an obligation to drill two wells.

Under the terms of the new Demerara PA, and during the initial period of four years, CGX has an obligation to conduct a 3D seismic survey comprising a minimum of 1,000 square kilometres and to drill one exploration well.

Under the terms of the new Berbice PA and during the initial period of four years, the Company has an obligation to conduct an airborne survey comprising a minimum of 1,000 kilometres and either conduct a 2D seismic survey comprising a minimum of 100 line kilometres or commence to drill one exploration well.

Further details of the Company's contractual commitments are included in the unaudited interim consolidated financial statements for the three and six month periods ended June 30, 2013 and 2012.

Staging Facility and Wharf, Guyana

CGX is currently in the process of constructing staging facilities to be used for drilling of future wells. To date, the Company has fenced in the yard, constructed an office and sanitary services, installed two fuel tanks that can accommodate 20,000 litres, installed 200 metre by 50 metre of vertical drainage and completed an internal access road with crusher run and sand filling. A crusher run has also been placed in the entire yard. A two kilometre long by 5 metre wide access road has been constructed from the main road to the port yard site using Geotextile, reef sand, white sand, crusher run and bauxite capping. Sand filling of the port yard is currently on going and sea defense is currently being constructed. The Company's investment in the staging facility and wharf is accounted for through its wholly-owned subsidiary Grand Canal.

For the six month period ended June 30, 2013, the Company incurred additions of $10,211 (Year ended December 31, 2012 – $285,696) with respect to the logistics yard and expenditures on a staging facility. The logistics yard was purchased in 2010 for $385,000 and the balance was expended on planning for the staging area for the shore based facility. The Company signed a 50 year lease for approximately 55 acres on the Berbice River as this is an ideal location for a staging facility to support off-shore drilling activities. Utilizing a local facility resulted in significant savings as compared to running the logistics from Trinidad.

TRENDS

Financial markets are likely to be volatile in Canada for most of 2013, reflecting ongoing concerns about the stability of the global economy, sovereign debt levels and possible default, weakening global growth prospects and instability in Africa and the Middle East. Unprecedented uncertainty in the credit markets has also led to increased difficulties in borrowing/raising funds. Companies worldwide continue to be affected by these trends.

The future performance of the Company is largely tied to the exploration and development of its properties in Guyana. The Company may have difficulties raising equity or attaining debt financing for the purpose of carrying out exploration and development activities with respect to its Guyana properties, particularly without excessively diluting present shareholders of the Company. See “Risk Factors”.

RESULTS OF OPERATIONS[(2)]

Three month period ended June 30, 2013

The Company recorded a net loss of $8,548,852 or $0.13 per share for the three month period ended June 30, 2013, compared with a net loss of $94,093,285 or $2.88 a share for the same period in 2012. The significant decrease in net loss is due to a dry hole cost of $89,900,000 in the three month period ended June 30, 2012 relating to the dry hole drilled on the Company’s Corentyne licence. The other variances in net loss are attributable as follows:

CGX incurred a foreign exchange loss of $358,116 for the three month period ended June 30, 2013, compared to a loss of $429,423 for the same period in 2012. The difference is due to the changes in the foreign exchange rates from the beginning of the quarter to the end of the quarter on balances held in Canadian dollar bank accounts as the Canadian dollar weakened against the US dollar. The loss is lower than in prior years due small balances of Canadian dollars held as compared to 2012.

General and administration costs increased by $485,796 to $2,154,432 during the three month period ended June 30, 2013 from $1,668,636 for the same period in 2012. These costs increased in 2013 as a result a success fee paid to Credit Suisse of approximately $2.0 million, of which $1.5 million was expensed in the current periods ($0.5 million was previously accrued or paid) in regards to reviewing strategic options available to the Company and evaluating and assisting the Company in the responding to transaction proposals received. Except for this fee, the costs in 2013 decreased in relation to the Company reducing all non-essential purchases and travel to preserve cash resources in the current period. The prior period costs were also unusually high as the Company was in the process of drilling two wells in the first and second quarter of 2012, which resulted in increased corporate activity and costs.

Professional fees decreased by $172,306 to $74,777 during the three month period ended June 30, 2013 from $247,083 for the same period in 2012. These fees are lower primarily due to lower legal fees relating to general corporate matters as the Company did not require these services in 2013.

Management and consulting fees increased by $386,760 to $1,653,737 during the three month period ended June 30, 2013 compared to $1,266,977 for the same period in 2012. Management and consulting fees were higher as a result of special committees to pursue and review potential financings and joint venture partners and change of control payments associated with the April 26, 2013 financing. Of the approximately $1,830,000 in change of control payments made approximately $1,150,000 have been

recorded as management and consulting fees. Management fees are expected to decrease significantly in the third quarter of 2013.

The Company incurred a stock-based compensation expense during the three month period ended June 30, 2013 of $10,000, compared to an expense of $323,000, for the same period in 2012. Stock-based compensation expenses are booked based on the valuation of options using the Black-Scholes model. The expense varies based on the number of options issued and/or vested in the period and the underlying assumptions used in the model. The main decrease in the current period was that no options (2012 – 300,000) were granted in three month period ended June 30, 2013 and fewer were vesting than in the same period in 2012.

The Company incurred a loss on revaluation of warrant liability of $4,005,000 (2012 - $Nil) as a result of warrants being recorded as a derivative liability for accounting purposes due to their exercise price being denominated in a currency other than the Company's US dollar functional currency.

Six month period ended June 30, 2013

The Company recorded a net loss of $9,623,773 or $0.18 per share for the six month period ended June 30, 2013, compared with a net loss of $96,611,160 or $2.96 a share for the same period in 2012. The significant decrease in net loss is due to a dry hole cost of $89,900,000 in the six month period ended June 30, 2013 relating to the dry hole drilled on the Company's Corentyne licence. The other variances in net loss are attributable as follows:

CGX incurred a foreign exchange loss of $374,966 for the six month period ended June 30, 2013, compared to a gain of $40,085 for the same period in 2012. The difference is due to the changes in the foreign exchange rates from the beginning of the quarter to the end of the quarter on balances held in Canadian dollar bank accounts as the Canadian dollar weakened against the US dollar as compared to strengthening in the same period in 2012.

General and administration costs decreased by $260,551 to $2,830,792 during the six month period ended June 30, 2013 from $3,091,343 for the same period in 2012. The costs in 2013 decreased in relation to the Company reducing all non-essential purchases and travel to preserve cash resources in the current period. The costs would have decreased even further except for a success fee paid to Credit Suisse of approximately $2.0 million, of which $1.5 million was expensed in the current periods ($0.5 million was previously accrued or paid) in regards to reviewing strategic options available to the Company and evaluating and assisting the Company in the responding to transaction proposals received. The prior period costs were also unusually high as the Company was in the process of drilling two wells in the first and second quarter of 2012, which resulted in increased corporate activity and costs.

Professional fees increased by $112,210 to $470,562 during the six month period ended June 30, 2013 from $358,352 for the same period in 2012. These fees are higher primarily due to higher legal and audit fees relating to general corporate matters and quarterly review fees for financial reporting purposes during the first quarter of 2013.

Management and consulting fees increased by $336,973 to $2,231,713 during the six month period ended June 30, 2013 compared to $1,894,740 for the same period in 2012. Management and consulting fees were higher as a result of special committees to pursue and review potential financings and joint venture partners and change of control payments associated with the April 26, 2013 financing. Of the approximately $1,830,000 in change of control payments made approximately $1,150,000 have been recorded as management and consulting fees. Management fees are expected to decrease significantly in future.

The Company incurred a stock-based compensation expense during the six month period ended June 30, 2013 of $19,000, compared to an expense of $1,180,000, for the same period in 2012. Stock-based compensation expenses are booked based on the valuation of options using the Black-Scholes model. The expense varies based on the number of options issued and/or vested in the period and the

underlying assumptions used in the model. The main decrease in the current period was that no options (2012 – 1,350,000) were granted in six month period ended June 30, 2013 and fewer were vesting than in the same period in 2012.

The Company incurred a loss on revaluation of warrant liability of $3,384,000 (2012 - $Nil) as a result of warrants being recorded as a derivative liability for accounting purposes due to their exercise price being denominated in a currency other than the Company's US dollar functional currency.

(2) Note: all common share number and prices are post 10:1 consolidation; See Recent Highlights section.

Selected Consolidated Annual Financial Information

The information below should be read in conjunction with the MD&A, the Financial Statements and related notes and other financial information.

	Six Month Period Ended June 30, 2013	Year Ended December 31, 2012	Year Ended December 31, 2011
	$	$	$
Interest Income	18,996	145,213	97,739
Other Income (Expense)	-	-	33,934
Total Revenue	18,996	145,213	131,673
Net Loss	9,623,773	152,224,578	6,785,330
Basic and Diluted Loss Per Share*	$0.18	$4.14	$0.31
Total Assets	58,582,886	46,568,125	170,535,669
Liabilities	19,481,179	18,396,602	10,919,420

*Calculated using weighted average shares outstanding for the period adjusted for 10:1 share consolidation completed on July 11, 2013.

Results for the three month periods ended:

	June 30, 2013	March 31, 2013	December 31, 2012	September 30, 2012
	$	$	$	$
Interest Income	16,420	2,576	3,530	11,262
Total Revenue	16,420	2,576	3,530	11,262
Net (Income) Loss	8,548,852	1,074,921	59,864,295	(4,250,877)
Basic and Diluted (Income) Loss Per Share *	$0.13	$0.03	$1.45	($0.11)

	June 30, 2012	March 31, 2012	December 31, 2011	September 30, 2011
	$	$	$	$
Interest Income	24,936	105,485	76,034	2,387
Other Expense	-	-	(381)	(47)
Total Revenue	24,936	105,485	75,653	2,340
Net Loss	94,093,285	2,517,875	1,764,324	3,560,250
Basic and Diluted Loss Per Share *	$2.88	$0.08	$0.06	$0.18

*calculated using weighted average shares outstanding for the period adjusted for 10:1 share consolidation completed on July 11, 2013

CAPITAL RESOURCES, CAPITAL EXPENDITURES AND LIQUIDITY

As at June 30, 2013, the Company's working capital increased to $13,361,347 from a working capital deficiency of $12,650,761 as at December 31, 2012. In order to meet its short-term and longer-term working capital and property exploration expenditures, the Company must secure further financing

through joint venture, property sale and/or issuance of equity to ensure that its obligations are properly discharged. There can be no assurance that the Company will be successful in its efforts to arrange additional financing on terms satisfactory to the Company. Please refer to ***Going Concern Uncertainty and Management's Plans*** for further details.

PROPOSED TRANSACTIONS

There are no material proposed transactions as at the date of this MD&A.

Going Concern Uncertainty and Management's Plans

The accompanying unaudited interim consolidated financial statements for the three and six month periods ended June 30, 2013 and 2012 have been prepared assuming that the Company will continue as a going concern, which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business.

The Company has a history of operating losses and as at June 30, 2013 has an accumulated deficit of $223,754,816 (December 31, 2012 - $214,131,043). The ability of the Company to continue as a going concern is dependent on securing additional required financing through issuing additional equity, debt instruments or sale of Company assets and/or payments associated with a joint venture farm-out. Given the Company's capital commitment requirements under the Company's new PPL's outlined in note 9, the Company does not have sufficient cash flow to meet its operating requirements for the 12 month period from the balance sheet date. While the Company believes in the viability of its strategy in its ability to raise additional funds and that the actions presently being taken provide the best opportunity for the Company to continue as a going concern, there can be no assurances to that effect. As a result there exist material uncertainties about the Company's ability to continue as a going concern.

RELATED-PARTY TRANSACTIONS

Certain corporate entities that are related to the Company's officers and directors provide consulting services to CGX. Some of these expenditures include travel costs. These expenditures have been recorded at their exchange amounts, being the amounts negotiated and agreed to by the parties to the transaction. At June 30, 2013, included in trade and other payables is $109,000 (December 31, 2012 - $101,000) due to these key management personnel.

CONTINGENCIES, CONTRACTUAL OBLIGATIONS, GUARANTEES AND COMMITMENTS

In the normal course of business, the Company has entered into arrangements and incurred obligations that will affect the Company's future operations and liquidity. These commitments primarily relate to work commitments including seismic and drilling activities under the terms of the PPLs. The Company has discretion regarding the timing of capital spending for work commitments, provided that the work is completed within the periods specified in the PPLs or the Company can negotiate extensions of such periods. Details of these commitments and obligations are discussed above under each of the respective Petroleum Agreements. See notes 9 and 15 of the unaudited interim consolidated financial statements for the three and six month periods ended June 30, 2013 and 2012 for complete listings of commitments.

OFF-STATEMENT OF FINANCIAL POSITION ARRANGEMENTS

The Company has no off-statement of financial position arrangements.

DIVIDENDS

The Company has neither declared nor paid any dividends on its Common Shares. The Company intends to retain its earnings, if any, to finance growth and expand its operation and does not anticipate paying any dividends on its common shares in the foreseeable future.

CHANGES IN ACCOUNTING POLICIES INCLUDING INITIAL ADOPTION

New standards and interpretations adopted

The Company applies, for the first time, certain standards and amendments that require restatement of previous financial statements. These include IFRS 10 Consolidated Financial Statements, IFRS 11 Joint Arrangements, IFRS 13 Fair Value Measurement and amendments to IAS 1 Presentation of Financial Statements. As required by IAS 34, the nature and effect of these changes are disclosed below. In addition, the application of IFRS 12 Disclosure of Interests in Other Entities would result in additional disclosures in the annual consolidated financial statements.

Several other new standards and amendments apply for the first time in 2013. However, they do not impact the annual consolidated financial statements of the Company or the interim consolidated financial statements of the Company.

The nature and impact of each new standard/amendment is described below:

- IAS 1 *Presentation of Items of Other Comprehensive Income – Amendments to IAS.* The amendments to IAS 1 introduce a grouping of items present in other comprehensive income (OCI). Items that could be reclassified (or recycled) to profit and loss at a future point in time (e.g., net gain on hedge of net investment, exchange differences on translation of foreign operations, net movement on cash flow hedges and net loss or gain on available-for-sale financial assets) now have to be presented separately from items will never be reclassified (eg. actuarial gains and losses on defined benefit plans and revaluation of land and buildings). The amendment affected presentation only and had no impact on the Company's financial position of performance.

- IFRS 10 *Consolidated Financial Statements and* IAS 27 *Separate Financial Statements.* IFRS 10 establishes a single control model that applies to all entities including special purpose entities. IFRS 10 replaces the parts of previously existing IAS 27 Consolidated and Separate Financial Statements that dealt with consolidated financial statements and SIC-12 Consolidation – Special Purpose Entities. IFRS 10 changes the definition of control such that an investor controls an investee when it is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. To meet the definition of control in IFRS 10, all three criteria must be met, including: (a) an investor has power over the investee; (b) the investor has exposure, or rights, to variable returns from its involvement with the investee; and (c) the investor has the ability to use its power over the investee to affect the amount of the investors returns. The application of IFRS 10 had no impact to the Company.

- IFRS 11 *Joint Arrangements and IAS 28 Investments in Associates and Joint Ventures.* IFRS 11 replaces IAS 31 Interests in Joint Ventures and SIC-13 Jointly Controlled Entities-Non-monetary Contributions by Venturers. IFRS 11 removes the option to account for jointly controlled entities (JCEs) using the proportionate consolidation. Instead, JCEs that meet the definition of a joint venture under IFRS 11 must be accounted for using the equity method. The application of IFRS 11 has no impact to the Company.

- IFRS 12 *Disclosure of Interests in Other Entitie*s. IFRS 12 sets out the requirement for disclosures relating to an entity's interests in subsidiaries, joint arrangements, associates and structured entities. None of these disclosure requirements are applicable for the interim consolidated financial statements, unless significant events and transactions in the interim period requires that they are provided. Accordingly, the Company has not made such disclosures.

- IFRS 13 *Fair Value Measurement.* IFRS 13 establishes a single source of guidance under IFRS for all fair value measurements. IFRS 13 does not change when an entity is required to use fair value, but rather provides guidance on how to measure fair value under IFRS when fair value is required or permitted. The application of IFRS 13 has not materially impacted the fair value measurements carried out by the Company.

New standards and interpretations to be adopted in future

At the date of authorization of these Financial Statements, the IASB and IFRIC has issued the following new and revised Standards and Interpretations which are not yet effective for the relevant reporting periods and which the Company has not early adopted these standards, amendments and interpretations:

- IFRS 9 *'Financial Instruments: Classification and Measurement'* – Effective for annual periods beginning on or after January 1, 2015, with early adoption permitted, introduces new requirements for the classification and measurement of financial instruments.
- IAS 32 '*Financial instruments, Presentation'* – In December 2011, effective for annual periods beginning on or after January 1, 2014, IAS 32 was amended to clarify the requirements for offsetting financial assets and liabilities. The amendments clarify that the right of offset must be available on the current date and cannot be contingent on a future date.

However, the Company is currently assessing what impact the application of these standards or amendments will have on the consolidated financial statements of the Company.

ADDITIONAL DISCLOSURE FOR VENTURE ISSUERS WITHOUT SIGNIFICANT REVENUE

As at,	**June 30, 2013**	December 31, 2012
	($)	($)
Exploration and evaluation expenditures:		
Capitalized exploration costs (cumulative)	**36,253,722**	34,074,625
Total Assets	**58,582,886**	46,568,125

	Six month period ended June 30, 2013	For the year ended December 31,2012
	($)	($)
Land & lease costs	**225,000**	100,000
Sale of exploration and evaluation data	**-**	(6,000,000)
Exploration: Intangible drilling and other	**72,752**	60,677,353
Geophysical and administrative	**1,947,058**	62,337,656
Exploration and evaluation expenditures net additions for the period/year	**2,244,810**	117,115,009

Corporate Expenses	**Six month period ended June 30, 2013**	Year ended December 31, 2012
	($)	($)
General and administrative	**2,830,792**	5,427,563
Interest income	**(18,996)**	(145,213)
Management and consulting	**2,231,713**	2,724,551
Stock-based compensation	**19,000**	1,171,000
Professional fees	**470,562**	1,130,672
Shareholders' information	**266,023**	437,160
Loss (Gain) on revaluation of warrant liability	**3,384,000**	(7,473,000)
Dry hole costs	**-**	89,900,000
Impairment of exploration and evaluation expenditures	**65,713**	59,349,690
Foreign exchange loss (gain)	**374,966**	(297,845)
	9,623,773	152,224,578

DISCLOSURE OF OUTSTANDING SHARE DATA

Share Capital

The following table sets forth information concerning the outstanding securities of the Company as at July 23, 2013:

Share Capital	Number [1]
Shares	78,203,723
Warrants	41,294,614
Options	335,973

[1] These numbers have been adjusted for 10:1 share consolidation completed on July 11, 2013

See note 13 to the unaudited interim consolidated financial statements for the three and six month periods ended June 30, 2013 and 2012 for more detailed disclosure of outstanding share data.

RISKS AND UNCERTAINTIES

Overview

The business of the Company consists of oil and gas exploration in Guyana, South America. There are a number of inherent risks associated with oil and gas exploration and development, as well as local, national and international economic and political conditions that may affect the success of CGX which are beyond CGX's control, particularly since its operations are located in a foreign country. Many of these factors involve a high degree of risk which a combination of experience, knowledge and careful evaluation may not overcome.

CGX has prioritized the risk factors. Readers are cautioned that this categorization is a subjective view of the Company and the categorization of these risk factors could change because of future events.

If any of the following risks materialize into actual events or circumstances or other possible additional risks and uncertainties of which the Company is currently unaware or which it considers not to be material in relation to the Company's business, actually occur, the Company's assets, liabilities, financial condition, results of operations (including future results of operations), business and business prospects, are likely to be materially and adversely affected. In such circumstances, the price of the Company's securities could decline and investors may lose all or part of their investment. For more information, please see the Company's Annual Information Form which is available on SEDAR at www.sedar.com.

Stage of Development

An investment in CGX is subject to certain risks related to the nature of CGX's business and its early stage of development. There are numerous factors which may affect the success of CGX's business which are beyond CGX's control including local, national and international economic and political conditions. CGX's business involves a high degree of risk which a combination of experience, knowledge and careful evaluation may not overcome. CGX's operations in Guyana have exposed CGX to risks which may not exist for domestic operations such as political and currency risks. CGX has a limited history of operations and there can be no assurance that CGX's business will be successful or profitable or that additional commercial quantities of oil and/or natural gas will be discovered by CGX. CGX has not paid any dividends and it is unlikely to pay dividends in the immediate or foreseeable future.

Financing

The Company's future capital requirements on its existing assets exceed existing cash resources, which requires CGX to raise additional financing. The ability of CGX to arrange such financing in the future will depend in part upon the prevailing capital market conditions as well as the business performance of CGX. This in turn could limit growth prospects in the short run or may even require CGX to dedicate cash flow, dispose of properties or raise new equity to continue operations under circumstances of declining energy prices, disappointing drilling results, or economic or political dislocation in foreign countries. There can be

no assurance that CGX will be successful in its efforts to arrange additional financing on terms satisfactory to CGX. This may be further complicated by the limited market liquidity for shares of smaller companies such as CGX, restricting access to some institutional investors. If additional financing is raised by the issuance of shares from the treasury of CGX, control of CGX may change and shareholders may suffer additional dilution.

From time to time, CGX may enter into transactions to acquire assets or the shares of other corporations. These transactions may be financed partially or wholly with debt, which may temporarily increase CGX's debt levels above industry standards.

Risks of Foreign Operations
CGX's material petroleum assets and operations are located in Guyana. As such, CGX is subject to political, economic, and contractual uncertainties, including, but not limited to, renegotiation or nullification of existing agreements and licences, expropriation of property without fair compensation, changes in energy policies or the personnel administering them, nationalization, currency fluctuations and devaluations, exchange controls and royalty and tax increases, changes in taxation policies, economic sanctions and other risks arising out of foreign governmental sovereignty over the areas in which CGX's operations are conducted. CGX's operations may also be adversely affected by laws and policies of Canada affecting foreign trade, investment, and taxation, including proposed amendments to the *Income Tax Act* (Canada) relating to the taxation of foreign affiliates announced on August 19, 2011, which received first reading in the House of Commons on November 21, 2012 as Bill C-48.

In the event of a dispute arising in connection with CGX's operations in Guyana, CGX may be subject to the exclusive jurisdiction of foreign courts or may not be successful in subjecting foreign persons to the jurisdictions of the courts of Canada or enforcing Canadian judgments in such other jurisdictions. CGX may also be hindered or prevented from enforcing its rights with respect to a governmental instrumentality because of the doctrine of sovereign immunity. Accordingly, CGX's exploration and development activities in Guyana could be substantially affected by factors beyond CGX's control, any of which could have a material adverse effect on CGX.

Expiry and/or Termination of Petroleum Agreements and Licences
CGX's interests are held by way of participating interests in PPLs governed by PAs. If CGX, or its joint licences under an applicable PA or licence, fail to meet the specific requirement(s) of a particular PA or licence its interest may terminate or expire. There can be no assurance that any of the obligations required to maintain the Company's interests will be met and that CGX will not lose any of its participating interests in such petroleum agreements and licences.

With respect to the Corentyne, Demerara and Berbice PPLs held by the Company, annual lease rental payments were submitted as required to the applicable regulatory authority and on March 8, 2013, the GGMC issued a comfort letter confirming that each of the PPLs are in good standing.

Petroleum Exploration Operations
An investment in CGX is subject to certain risks related to the nature of CGX's business as an oil and gas exploration company. Petroleum exploration involves a high degree of risk and there is no assurance that expenditures made on exploration activities by CGX will result in the discovery or ultimate production of hydrocarbons. It is often difficult to project the costs of undertaking exploratory drilling programs due to the inherent uncertainties of drilling in unknown formations, the costs associated with encountering various drilling conditions such as over-pressured zones and tools lost in the hole, and changes in drilling plans and locations as a result of prior exploratory wells or additional technical data and interpretations. CGX does not know if any of its exploration prospects will contain petroleum in quantities or quality that are sufficient to recover the costs of drilling and exploration, or to be economically viable.

Currently, there are no reserves associated with CGX's PPLs in Guyana. CGX has identified exploration prospects based on seismic and geological information that indicates the possible presence of petroleum. However, the areas in which CGX has decided to drill may not produce petroleum in commercial quantities or quality, or CGX may not discover petroleum at all. The future value of CGX is therefore

dependent on the success or otherwise of CGX's activities which are principally directed toward the further exploration, appraisal and development of its assets in Guyana. CGX has a right to explore and appraise such assets in Guyana but does not have a right to produce same until such time as the reserves are determined to be commercial. Exploration, appraisal and development of petroleum reserves is speculative and involves a significant degree of risk. There is no guarantee that exploration or appraisal of the Guyana assets will lead to a commercial discovery or, if there is commercial discovery, that CGX will be able to realize such reserves as intended. Not all properties that are explored are ultimately produced. If at any stage CGX is precluded from pursuing its exploration or development programs, or such programs are otherwise not continued, CGX's business, financial condition and/or results of operations and, accordingly, the trading price of the common shares, is likely to be materially adversely affected.

Offshore Operations
CGX is actively exploring for hydrocarbons offshore the coast of Guyana. Offshore operations involve a higher degree of risk than onshore operations due to their remoteness. Fires and explosions on drilling rigs and other offshore platforms are more likely to result in personal injury, loss of life and damage to property due to the remote locations and time required for rescue personnel to get to the location. Blow-outs and spills are more likely to result in significant environmental damage to the marine environment and can be difficult to contain and difficult and expensive to remediate. Although CGX intends to operate in accordance with all recommended and required health, safety and environment practices which will reduce such risks, there can be no assurance that these risks can be avoided. The occurrence of any of these events could have a materially adverse effect on the Company.

Drilling Risks and Other Operating Risks
CGX's operations are subject to all the operational risks inherent to offshore exploration and development of hydrocarbons and the drilling of wells, including among others, unsatisfactory performance of service providers engaged to carry out operations required for the drilling and analysis of wells, natural disasters, encountering unexpected formations or pressures, premature declines of reservoirs, invasion of water into producing formations, formations with abnormal pressures, mechanical problems with equipment, potential for substantial environmental damage, blow-outs, cratering, fires and spills, all of which could result in personal injuries, loss of life and damage to the property of CGX and others. In accordance with industry practice, CGX has normal and customary insurance coverage to address certain of these risks; however, such insurance in the future may not be available, may be price-prohibitive or contain limitations on liability that may not be sufficient to cover the full extent of such liabilities. While management of CGX believes that the respective insurance coverage will be sufficient, there can be no assurance that CGX will be fully covered by such insurance. In addition, such risks may not in all circumstances be insurable or, in certain circumstances, CGX may elect not to obtain insurance to deal with specific risks due to the high premiums associated with such insurance or other reasons. The payment of such uninsured liabilities would reduce the funds available to CGX. CGX obtains insurance for its operations, as appropriate for each specific activity. It also generally insists that subcontractors have insurance sufficient to cover their own people and property and to indemnify CGX for such claims. CGX further requires that all subcontractors provide CGX with verified certificates of insurance for all operations for which they have been contracted by CGX. CGX obtains insurance to the extent it deems necessary based on advice from its insurance professionals and generally accepted industry practice.

CGX has health, safety and environmental policies that it applies to all operations. It also insists that contractors have verifiable health, safety and environmental standards, policies and documented implementation that attempt to reduce the possibility and size of insurance claims.

The occurrence of a significant event that CGX is not fully insured against, or the insolvency of the insurer of such event, could have a material adverse effect on CGX's financial position and/or its results of operations.

Significant Capital Investments and Expenses
The oil and gas exploration and production industry is capital intensive and as such the Company expects to have substantial expenditures as it continues to fulfill its commitments and explore for petroleum

reserves. CGX has financed its exploration activities with funds obtained from the private placements conducted in 2013 - 2010. CGX continues to explore financing mechanisms to allow the Company to meet future work commitments and to allow the Company to fully explore its existing petroleum prospecting licences.

CGX's future cash flow for operations and financing is subject to a number of variables, including among others: (i) the outcome of the current well program; (ii) the Company's ability to locate or acquire reserves; (iii) the Company's ability to extract oil from such reserves; (iv) the cost and the timeframes for government authorizations and/or licence extensions; (v) current financial market conditions and available liquidity with such markets (refer to "Recent Distress in Financial Markets" below); and (vi) the prices for which any produced oil is sold.

Seismic Data and Resource Estimates

There are numerous uncertainties inherent in estimating quantities of resources, including many factors beyond the control of the Company. When properly used and interpreted, seismic data and visualization techniques are important tools used to assist geoscientists in identifying sub-surface structures and indicators of hydrocarbons; however, these data do not allow the Company to know whether the hydrocarbons are effectively present in the structures. Estimates of resources depend largely upon the reliability of available geological and engineering data and require certain assumptions to be made in order to assign resource volumes. Geological and engineering data is used to determine the probability that a reservoir of oil and/or natural gas exists at a particular location, and whether, and to what extent, such hydrocarbons are recoverable from the reservoir. Accordingly, the ultimate resources discovered by the Company may be significantly less than its estimates.

There is also no guarantee that the Prospective Resources attributed to each of the Company's PPLs will be discovered or become commercially viable. The Company's drilling activities may not be successful or may not be economically viable which may have a material adverse effect on the Company's share price.

Reserves and Prospective Resources involve different risks associated with achieving commerciality. To be classified as reserves, estimated recoverable quantities must be associated with a project that has demonstrated commercial viability. In estimating reserves, the chance of commerciality is effectively 100%. For Prospective Resources, the chance of commerciality will be the product of the chance that a project will result in the discovery of petroleum and the chance that an accumulation will be commercially developed. By definition, reserves are commercially (and hence economically) recoverable. There is no guarantee that the Prospective Resources attributed to each of the Company PPLs will be discovered or become commercially viable.

Future Development

Development of any potential discovery may be affected by increased costs, the excessive costs of capital, or political or environmental factors. For example, the unavailability or high cost of drilling rigs or other essential equipment, materials or personnel could negatively impact the ability of the Company to economically develop future reserves. Additionally, engineering complications, political events or natural disasters could delay or prevent a development project. Additionally, the budgeting of these costs for such projects may be difficult.

Negative Operating Cash Flow

The Company had negative operating cash flow for the six month period ended June 30, 2013 and the financial years ended December 31, 2012 and 2011. Until at least such time as the Company is able to produce oil and gas from its reserves and resources, the Company does not expect to have any positive cash flow. To the extent that the Company has negative cash flow in future periods, the Company may need to deploy a portion of its cash reserves to fund such negative cash flow.

Third Party Credit Risk

CGX is or may be exposed to third party credit risk through its contractual arrangements with its current or future joint venture partners, or other parties. In the event such entities fail to meet their contractual

obligations to CGX, such failures could have a material adverse effect on CGX and its cash flow from operations.

Common Share Price Volatility
A number of factors could influence the volatility in the trading price of the Common Shares, including changes in the economy or in the financial markets, industry related developments, and the impact of changes in CGX's daily operations. Each of these factors could lead to increased volatility in the market price of the Common Shares. In addition, variations in earnings estimates by securities analysts and the market prices of the securities of CGX's competitors may also lead to fluctuations in the trading price of the Common Shares.

Recent Distress in Financial Markets
In the future, the Company may require debt financing to grow its business. The recent distress affecting the financial markets and the possibility that financial institutions may consolidate or go bankrupt has reduced levels of activity in the credit markets. This could diminish the amount of financing available to companies. In addition, such turmoil in the financial markets could significantly increase the Company's costs associated with borrowing. The Company's liquidity and its ability to access the credit or capital markets may also be adversely affected by changes in the financial markets and the global economy. Continuing turmoil in the financial markets could make it more difficult for the Company to access capital, sell assets, refinance existing indebtedness, enter into agreements for new indebtedness or obtain funding through the issuance of securities. In addition, there could be a number of follow-on effects from the credit crisis on the Company, including insolvency of customers, key suppliers and other counterparties to the Company and foreign exchange derivative instruments.

Banks have been adversely affected by the worldwide economic crisis and have severely curtailed existing liquidity lines, increased pricing and introduced new and tighter borrowing restrictions to corporate borrowers, with extremely limited access to new facilities or for new borrowers. These factors could negatively impact the Company's ability to access liquidity needed for the Company's business in the longer term.

Global Economic Downturn
In the event of a continued general economic downturn or a recession, there can be no assurance that the business, financial condition and results of operations of the Company would not be materially adversely affected.

Current global financial conditions have been subject to increased volatility and numerous commercial and financial enterprises have either gone into bankruptcy or creditor protection or have had to be rescued by governmental authorities. Access to public financing has been negatively impacted by sub-prime mortgage defaults in the United States, the liquidity crisis affecting the asset-backed commercial paper and collateralized debt obligation markets, massive investment losses by banks with resultant recapitalization efforts and deterioration in the global economy. Although economic conditions improved in 2013, the recovery from the recession since then has been slow in various jurisdictions including in Europe and the United States and has been impacted by various ongoing factors including sovereign debt levels and high levels of unemployment which continue to impact commodity prices and have resulted in high volatility in the stock market.

Petroleum prices are expected to remain volatile for the near future as a result of market uncertainties over the supply and demand of these commodities due to the current state of the world economies, OPEC actions and the ongoing global credit and liquidity concerns.

These factors may impact the Company's ability to obtain equity, debt or bank financing on terms commercially reasonable to the Company, or at all. Additionally, these factors, as well as other related factors, may cause decreases in asset values that are deemed to be other than temporary, which may result in impairment losses. If these increased levels of volatility and market turmoil continue, the Company's operations could be adversely impacted and the trading price of the Company's securities could continue to be adversely affected.

Industry Conditions
The marketability and price of oil and natural gas which may be acquired or discovered by CGX will be affected by numerous factors beyond the control of CGX. The ability of CGX to market its oil and natural gas discovered may depend upon its ability to access third party transportation, processing facilities and acquire space on pipelines which deliver oil and natural gas to commercial markets. CGX is also subject to market fluctuations in the prices of petroleum, uncertainties related to the delivery and proximity of its reserves to pipelines and processing facilities, operational problems with such pipelines and facilities and extensive government regulation relating to prices, taxes, royalties, land tenure, allowable production, the export of petroleum and many other aspects of the petroleum business.

The petroleum industry is subject to varying environmental regulations in each of the jurisdictions in which CGX may operate. Environmental regulations place restrictions and prohibitions on emissions of various substances produced concurrently with petroleum and can impact on the selection of drilling sites and facility locations, potentially resulting in increased capital expenditures. CGX may be responsible for abandonment and site restoration costs. Infrastructure development in Guyana where the Company operates is limited.

All of these factors may affect the Company's ability to explore and develop its properties in a timely manner and to store and transport its petroleum production if reserves are located.

Foreign Subsidiaries
CGX conducts operations through its Bahamian, Guyanese, United States and Barbadian subsidiaries. Therefore, to the extent of operations conducted by such subsidiaries, CGX will be dependent on the cash flows of these subsidiaries to meet its obligations. The ability of its subsidiaries to make payments to CGX may be constrained by: (i) the level of taxation, particularly corporate profits and withholding taxes, in the jurisdiction in which the subsidiary operates and any changes in tax laws or treaties; and (ii) the introduction of exchange controls or repatriation restrictions or the availability of hard currency to be repatriated.

Need to Add Reserves
CGX's ability to achieve commercial production, and therefore its cash flows and earnings, are highly dependent upon CGX discovering or acquiring reserves. To the extent that cash flow from operations is insufficient and external sources of capital become limited or unavailable, CGX's ability to make the necessary capital investments to expand its petroleum reserves will be impaired. There can be no assurance that CGX will be able to find and develop or acquire reserves at commercially feasible costs.

Assessments of Value of Acquisitions
Acquisitions of petroleum companies and petroleum assets are typically based on engineering and economic assessments made by independent engineers and the acquiror's own assessments. These assessments will include a series of assumptions regarding such factors as recoverability and marketability of petroleum, future prices of petroleum and operating costs, future capital expenditures and royalties and other government levies which will be imposed over the producing life of the reserves. Many of these factors are subject to change and are beyond CGX's control. In particular, the prices of, and markets for, petroleum products may change from those anticipated at the time of making such assessment. In addition, all such assessments involve a measure of geologic and engineering uncertainty which could result in lower production and reserves than anticipated. Initial assessments of acquisitions may be based on reports by a firm of independent engineers that are not the same as the firm that CGX may use for its year-end resource and reserve evaluations. Because each of these firms may have different evaluation methods and approaches, these initial assessments may differ significantly from the assessments of the firm used by CGX. Any such instance may offset the return on and value of the offered shares.

Environmental Regulation and Risks
Extensive national, state and local environmental laws and regulations in foreign jurisdictions affect nearly all of the operations of CGX. These laws and regulations set various standards regulating certain aspects of health and environmental quality and provide for penalties and other liabilities for the violation of such

standards and establish in certain circumstances obligations to remediate current and former facilities and locations where operations are or were conducted. In addition, special provisions may be appropriate or required in environmentally sensitive areas of operation. There can be no assurance that CGX will not incur substantial financial obligations in connection with environmental compliance and that the cost of such compliance will not have a material adverse affect on CGX.

Significant liability could be imposed on CGX for damages, cleanup costs or penalties in the event of certain discharges into the environment, environmental damage caused by previous owners of properties purchased by CGX or non-compliance with environmental laws or regulations. Such liability could have a material adverse effect on CGX. Moreover, CGX cannot predict what environmental legislation or regulations will be enacted in the future or how existing or future laws or regulations will be administered or enforced. Compliance with more stringent laws or regulations, or more vigorous enforcement policies of any regulatory authority, could in the future require material expenditures by CGX for the installation and operation of systems and equipment for remedial measures, any or all of which may have a material adverse effect on CGX.

Environmental Protection
All phases of CGX's operations are subject to environmental regulation in the various jurisdictions in which it operates. These regulations mandate, among other things, the maintenance of air and water quality standards and land reclamation. They also set forth limitations on the generation, transportation, storage and disposal of solid and hazardous waste. In particular, CGX is subject to the Guyana Environmental Protection Act 1996 ("**Environmental Protection Act**") which provides for the management, conservation, protection and improvement of the environment, the prevention/control of pollution, the assessment of the impact of economic development on the environment and the sustainable use of natural resources and the matters incidental thereto or connected therewith. This legislation also mandates the creation of the Guyana Environmental Protection Agency (the "**EPA**") to implement compliance with the Environmental Protection Act.

The Environmental Protection Act establishes a wide range of sanctions and penalties, both criminal and civil, for violations of the provisions of the Environmental Protection Act. These sanctions and penalties include, but are not limited to:

- varying monetary fines or imprisonment depending on the gravity of the offence (if the offender has been convicted of an offence under the Environmental Protection Act and has benefited monetarily from the violation, a court may order a fine in an amount equal to the court's estimation of the amount of monetary benefits notwithstanding the maximum fine that may be imposed. To expedite settlement, authorized officers of the EPA, may by notice, offer the option of discharging liabilities in consideration of the offender making immediate payment to the EPA equal to two-thirds of the minimum penalty prescribed within 28 days of the date of the notice sent by the officer);
- suspension, cancellation or revocation of a permit or authorization;
- order to cease (or make no changes to) construction, operation, or other activities;
- prohibition notices (similar to an injunction);
- enforcement notices;
- mandating actions to prevent, ameliorate, correct, mitigate, restore or otherwise address environmental harm within a specified time;
- community service;
- order compensation to aggrieved persons; and
- injunctions (upon application to the High Court of Guyana).

To date, applicable environmental legislation has had no material financial or operational effects upon the operations of CGX.

Political Risks
The majority of CGX's current operations are presently conducted in Guyana, South America and as such, CGX's operations are exposed to various levels of political, economic and other risks and uncertainties. These risks and uncertainties vary from country to country and include, but are not limited

to: currency exchange rates; high rates of inflation; labour unrest; border disputes between countries; renegotiation or nullification of existing concessions, licences, permits and contracts; changes in taxation policies; restrictions on foreign exchange; changing political conditions; currency controls and governmental regulations that favour or require the awarding of contracts to local contractors or require foreign contractors to employ citizens of, or purchase supplies from, a particular jurisdiction.

Future political actions cannot be predicted and may adversely affect CGX. Changes, if any, in petroleum or investment policies or shifts in political attitude in the country of Guyana and border disputes affecting CGX's rights to explore and develop for oil and gas may adversely affect CGX's business, results of operations and financial condition. Future operations may be affected in varying degrees by government regulations with respect to, but not limited to, restrictions on production, price controls, export controls, currency remittance, income taxes, foreign investment, maintenance of claims, environmental legislation, land use, land claims of local people and water use. The possibility that future governments may adopt substantially different policies, which may extend to the expropriation of assets, cannot be ruled out.

Failure to comply strictly with applicable laws or regulations relating to the petroleum regime, could result in loss, reduction or expropriation of entitlements. The occurrence of these various factors and uncertainties cannot be accurately predicted and could have an adverse effect on CGX's consolidated business, results of operations and financial condition.

Operational Dependence
Other companies may operate some of the PPLs in which the Company has an interest. As a result, the Company will have limited ability to exercise influence over the operation of those activities or their associated costs, which could adversely affect the Company's financial performance. The Company's return on interests operated by others therefore depends upon a number of factors that may be outside of the Company's control, including the timing and amount of capital expenditures, the operator's expertise and financial resources, the approval of other participants, the selection of technology and risk management practices.

Regulatory
Petroleum operations are subject to extensive controls and regulations imposed by various levels of government that may be amended from time to time such as extensive government regulation relating to price, taxes, royalties, land tenure, allowable production, the export of petroleum and many other aspects of the petroleum business. CGX's operations may require licences and permits from various governmental authorities. There can be no assurance CGX will be able to obtain all necessary licences and permits that may be required to carry out exploration and development at its projects. It is not expected that any of these controls or regulations will affect the operations of CGX in a manner materially different than they would affect other petroleum companies of similar size.

Title to Properties and Assets
Title reviews have been conducted on CGX's existing properties and to the knowledge of CGX, CGX does have good title to its existing properties and in accordance with industry standards title reviews are conducted prior to the purchase of most petroleum producing properties or the commencement of drilling wells. Such reviews do not guarantee or certify that an unforeseen defect in the chain of title will not arise to defeat the claim of CGX which could result in the loss of title and a reduction of the revenue received by CGX.

Fluctuations in Foreign Currency Exchange Rates
All of CGX's operations are located in foreign jurisdictions. Fluctuations in the United States dollar and the Guyanese dollar exchange rates may cause a negative impact on revenue and costs and could have a material adverse impact on CGX's operations.

Competition
Competition could adversely affect CGX's performance. The petroleum industry is characterized by intense competition and CGX competes directly with other companies that have greater technical and financial resources. Many of these competitors not only explore for and produce petroleum but also carry

on refining operations and market petroleum and other products on an international basis. The industry also competes with other industries who supply non-petroleum energy products.

Potential Conflicts of Interest
There are potential conflicts of interest to which some of the directors or officers of CGX or it's controlling shareholder Pacific Rubiales will be subject in connection with the operations of CGX. Pacific Rubiales and some of the directors and officers and are engaged and will continue to be engaged in the search of petroleum interests on their own behalf and on behalf of other corporations, and situations may arise where Pacific Rubiales, the directors and officers will be in direct competition with CGX. Conflicts of interest, if any, which arise will be subject to and be governed by procedures prescribed by the *Business Corporations Act* (Ontario) which requires a director or officer of a corporation who is a party to or is a director or an officer of or has a material interest in any person who is a party to a material contract or proposed material contract with CGX, to disclose his interest and to refrain from voting on any matter in respect of such contract, unless otherwise permitted under the *Business Corporations Act* (Ontario).

Availability of Personnel and Equipment
The competition for qualified personnel in the petroleum industry is intense and there can be no assurance that CGX will be able to continue to attract and retain all personnel necessary for the development and operation of its business. Investors must rely upon the ability, expertise, judgment, discretion, integrity and good faith of the management of CGX, as the case may be.

Petroleum exploration and development activities are dependent on the availability of drilling and related equipment in the particular areas where such activities will be conducted. Demand for a rig suitable for the contemplated drilling activities of the Company or access restrictions may affect the availability of such equipment to the Company and may delay exploration and development activities.

CRITICAL ACCOUNTING ESTIMATES

The preparation of these consolidated financial statements requires management to make judgements and estimates and form assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the reporting period. Such estimates primarily relate to unsettled transactions and events as at the date of the consolidated financial statements. On an ongoing basis, management evaluates its judgements and estimates in relation to assets, liabilities, revenue and expenses. Management uses historical experience and various other factors it believes to be reasonable under the given circumstances as the basis for its judgements and estimates. Actual outcomes may differ from these estimates under different assumptions and conditions. The most significant estimates relate to asset retirement obligations, exploration and evaluation expenditures, property, plant and equipment, recoverability of trade and other receivables, valuation of deferred income tax amounts, impairment testing and the calculation of share based payments and warrant liability. Significant estimates and judgments made by management in the preparation of these consolidated financial statements are outlined below:

Exploration and evaluation
The application of the Company's accounting policy for exploration and evaluation expenditure requires judgement to determine whether it is likely that future economic benefits are likely, from future either exploitation or sale, or whether activities have not reached a stage which permits a reasonable assessment of the existence of reserves. The determination of reserves and resources is itself an estimation process that requires varying degrees of uncertainty depending on how the resources are classified. These estimates directly impact when the Company defers exploration and evaluation expenditure. The deferral policy requires management to make certain estimates and assumptions as to future events and circumstances, in particular, whether an economically viable extraction operation can be established. Any such estimates and assumptions may change as new information becomes available. If, after expenditure is capitalised, information becomes available suggesting that the recovery of the expenditure is unlikely, the relevant capitalised amount is written off in profit or loss in the period when the new information becomes available.

Income taxes
Tax interpretations, regulations and legislation in the various jurisdictions in which the Company and its subsidiaries operate are subject to change and interpretation. As such, income taxes are subject to measurement uncertainty. The Company follows the liability method for calculating deferred taxes. Assessing the recoverability of deferred tax assets requires the Company to make significant estimates related to the expectations of future cash flows from operations and the application of existing tax laws. To the extent that future cash flows and taxable income differ significantly from estimates, the ability of the Company to realize the deferred tax assets and liabilities recorded at the statement of financial position date could be impacted. Additionally, changes in tax laws could limit the ability of the Company to obtain tax deductions in the future.

Cash generating units
Cash generating units ("**CGUs**") are identified to be the major producing fields, the lowest level at which there are identifiable cash inflows that are largely independent of cash inflows of other groups of assets. The determination of CGUs requires judgment in defining a group of assets that generate cash inflows that are largely independent of the cash inflows from other assets or groups of assets. CGUs are determined by similar geological structure, shared infrastructure, geographical proximity, commodity type, similar exposure to market risks and materiality.

The Company prepares and reviews separate detailed budgets and forecast calculations for each of the cash generating units. Impairment assessment is generally carried out separately for each CGU based on cash flow forecasts calculated based on proven reserves for each CGU (value in use). As at June 30, 2013, the Company has does not have any CGU's, but has identified potential CGU's based on its PPL.

Share based payments and warrant liability
The Black-Scholes option pricing model is used to determine the fair value for the share based payments and warrants liability and utilizes subjective assumptions such as expected price volatility and expected life of the option or warrant. Discrepancies in these input assumptions can significantly affect the fair value estimate.

Functional currency
The determination of the Company's functional currency requires analyzing facts that are considered primary factors, and if the result is not conclusive, the secondary factors. The analysis requires the Company to apply significant judgment since primary and secondary factors may be mixed. In determining its functional currency the Company analyzed both the primary and secondary factors, including the currency of the Company's operating costs in Canada, United States and Guyana, and sources of equity financing.

Evaluation of Disclosure Controls and Procedures and Internal Control over Financial Reporting

Internal Control over Financial Reporting

Disclosure controls and procedures ("**DC&P**"), as defined in National Instrument 52-109 – *Certification of Disclosure in Issuers' Annual and Interim Filings*, are designed to provide reasonable assurance that information required to be disclosed in its annual filings, interim filings or other reports filed or submitted by the Company under securities legislation is recorded, processed, summarized and reported within the time periods specified in the securities legislation and include controls and procedures designed to ensure that information required to be disclosed by the Company in its annual filings, interim filings or other reports filed or submitted under securities legislation is accumulated and communicated to the Company's management, including the Chief Executive Officer and the Chief Financial Officer, as appropriate to allow timely decisions regarding required disclosure.

Internal control over financial reporting ("**ICFR**"), as defined in National Instrument 52-109, includes those policies and procedures that:

1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect transactions and dispositions of assets of CGX;

2) Are designed to provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with the accounting principles used to prepare CGX's financial statements and that receipts and expenditures of CGX are being made only in accordance with authorizations of management and directors of CGX; and

3) Are designed to provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the annual financial statements or interim financial reports.

Management assessed the effectiveness of the design of the Company's internal controls over financial reporting as of December 31, 2012.

Based on this assessment, the officers concluded that as of December 31, 2012, CGX maintained effective ICFR. It should be noted that while CGX's officers believe that the Company's controls provide a reasonable level of assurance with regard to their effectiveness, they do not expect that the DC&P and ICFR will prevent all errors and fraud. A control system, no matter how well conceived or operated, can provide only reasonable, but not absolute, assurance that the objectives of the control system are met.

OTHER INFORMATION

This MD&A of the financial position and results of operation as at June 30, 2013, should be read in conjunction with the Company's unaudited interim consolidated financial statements and the related notes for the three and six month periods ended June 30, 2013 and 2012 and the audited consolidated financial statements and related notes for the years ended December 31, 2012 and 2011. Additional information is accessible at the Company's website www.cgxenergy.com or through the Company's public filings available on SEDAR at www.sedar.com.

MANAGEMENT'S RESPONSIBILITY

Management is responsible for all information contained in this MD&A. The audited consolidated financial statements have been prepared in accordance with International Financial Reporting Standards and include amounts based on management's informed judgments and estimates. The financial and operating information included in this MD&A is consistent with that contained in the audited consolidated financial statements in all material aspects.

Management maintains internal controls to provide reasonable assurance that financial information is reliable and accurate and assets are safeguarded.

July 23, 2013

"signed" Dewi Jones

Dewi Jones, Chief Executive Officer

"signed" Tralisa Maraj

Tralisa Maraj, Chief Financial Officer

Unaudited Interim Consolidated Financial Statements

For the three and six month periods ended

June 30, 2013 and 2012

MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL REPORTING

The accompanying unaudited interim consolidated financial statements of CGX Energy Inc. (“CGX” or the "Company") are the responsibility of the management and Board of Directors of the Company.

The unaudited interim consolidated financial statements have been prepared by management, on behalf of the Board of Directors, in accordance with the accounting policies disclosed in the notes to the unaudited interim consolidated financial statements. Where necessary, management has made informed judgments and estimates in accounting for transactions which were not complete at the statement of financial position date. In the opinion of management, the interim consolidated financial statements have been prepared within acceptable limits of materiality and are in accordance with International Accounting Standard 34 Interim Financial Reporting of International Financial Reporting Standards using accounting policies consistent with International Financial Reporting Standards appropriate in the circumstances.

Management has established systems of internal control over the financial reporting process, which are designed to provide reasonable assurance that relevant and reliable financial information is produced.

The Board of Directors is responsible for reviewing and approving the unaudited interim consolidated financial statements together with other financial information of the Company and for ensuring that management fulfills its financial reporting responsibilities. An Audit Committee assists the Board of Directors in fulfilling this responsibility. The Audit Committee meets with management to review the financial reporting process and the unaudited interim consolidated financial statements together with other financial information of the Company. The Audit Committee reports its findings to the Board of Directors for its consideration in approving the unaudited interim consolidated financial statements together with other financial information of the Company for issuance to the shareholders.

Management recognizes its responsibility for conducting the Company’s affairs in compliance with established financial standards, and applicable laws and regulations, and for maintaining proper standards of conduct for its activities.

“Dewi Jones”

Dewi Jones
Chief Executive Officer

“Tralisa Maraj”

Tralisa Maraj
Chief Financial Officer

CGX Energy Inc.
Unaudited Interim Consolidated Statements of Financial Position

(US$)

As at,	June 30, 2013	December 31, 2012
	$	$
Assets		
Current assets		
Cash and cash equivalents *(note 6)*	**14,293,167**	4,614,657
Trade receivables and other assets *(note 7)*	**649,359**	464,184
	14,942,526	5,078,841
Property, plant and equipment *(note 8)*	**7,386,638**	7,414,659
Exploration and evaluation expenditures *(note 9)*	**36,253,722**	34,074,625
	58,582,886	46,568,125
Liabilities		
Current liabilities		
Trade and other payables *(notes 10 and 11)*	**1,430,179**	17,729,602
Warrant liability (*note 12)*	**151,000**	-
	1,581,179	17,729,602
Warrant liability (*note 12)*	**17,900,000**	667,000
	19,481,179	18,396,602
Equity		
Share capital *(note 13)*	**245,293,961**	224,759,004
Reserve for share based payments *(note 14)*	**17,562,562**	17,543,562
Deficit	**(223,754,816)**	(214,131,043)
	39,101,707	28,171,523
	58,582,886	46,568,125

Nature of operations and going concern uncertainty (note 1)
Commitments and contingencies (notes 9 and 15)
Subsequent Events (note 17)

Approved on behalf of the Board of Directors on July 23, 2013:

(“Signed” Dewi Jones)
___________________________, Director
Dewi Jones

(“Signed” Dennis Mills)
_______________________________, Director
Dennis Mills

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

CGX Energy Inc.

Unaudited Interim Consolidated Statements of Comprehensive Loss

(US$ Dollars)

	Three months		Six months	
For the periods ended June 30,	**2013**	2012	**2013**	2012
	$	$	**$**	$
Operating expenses				
General and administrative	**2,154,432**	1,668,636	**2,830,792**	3,091,343
Management and consulting	**1,653,737**	1,266,977	**2,231,713**	1,894,740
Professional fees	**74,777**	247,083	**470,562**	358,352
Shareholder information	**243,497**	283,102	**266,023**	357,231
Share-based payments *(note 14)*	**10,000**	323,000	**19,000**	1,180,000
Foreign exchange loss (gain)	**358,116**	429,423	**374,966**	(40,085)
	4,494,559	4,218,221	**6,193,056**	6,841,581
Interest income	**(16,420)**	(24,936)	**(18,996)**	(130,421)
Loss on revaluation of warrant liability (*note 12)*	**4,005,000**	-	**3,384,000**	-
Impairment of exploration and evaluation expenditures (note 9)	**65,713**	-	**65,713**	-
Dry hole costs *(note 9)*	**-**	89,900,000	**-**	89,900,000
Net loss and comprehensive loss	**8,548,852**	94,093,285	**9,623,773**	96,611,160
Basic and diluted net loss per share [(1)]	**0.13**	2.88	**0.18**	2.96
Weighted average number of shares (000's) – basic and diluted [(1)]	**68,036**	32,623	**54,690**	32,623

[(1)] All periods are adjusted for 10:1 share consolidation completed on July 11, 2013. See Note 17.

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

CGX Energy Inc.
Unaudited Interim Consolidated Statements of Changes in Equity

(US$)

	Share Capital		Reserves		
	Number of * Shares	Amount	Share based	Deficit	Total
Balance at December 31, 2011	326,223,663	205,145,980	16,376,734	(61,906,465)	159,616,249
Issuance of shares	85,714,285	19,603,406	-	-	19,603,406
Exercise of options	10,270	5,446	-	-	5,446
Reserve transferred on exercise of options	-	4,172	(4,172)	-	-
Share based compensation	-	-	1,171,000	-	1,171,000
Net loss and comprehensive loss for the year	-	-	-	(152,224,578)	(152,224,578)
Balance at December 31, 2012	**411,948,218**	**$224,759,004**	**$17,543,562**	**$(214,131,043)**	**$ 28,171,523**
Issuance of shares	**370,089,000**	**20,534,957**	**-**	**-**	**20,534,957**
Share based compensation	**-**	**-**	**19,000**	**-**	**19,000**
Net loss and comprehensive loss for the period	**-**	**-**	**-**	**(9,623,773)**	**(9,623,773)**
Balance at June 30, 2013	**782,037,218**	**$245,293,961**	**$17,562,562**	**$(223,754,816)**	**$ 39,101,707**

Balance at December 31, 2011	326,223,663	$205,145,980	$ 16,376,734	$ (61,906,465)	$ 159,616,249
Exercise of options	10,270	5,446	-	-	5,446
Reserve transferred on exercise of options	-	4,172	(4,172)	-	-
Share based compensation	-	-	1,180,000	-	1,180,000
Net loss and comprehensive loss for the period	-	-	-	(96,611,160)	(96,611,160)
Balance at June 30, 2012	326,233,933	$205,155,598	$ 17,552,562	$ (158,517,625)	$ 64,190,535

* Prior to share consolidation. See Note 17.

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

CGX Energy Inc.
Unaudited Interim Consolidated Statements of Cash Flow

(US$ Dollars)

Six month period ended June 30,	**2013**	2012
Operations	**$**	$
Net loss for the period	**(9,623,773)**	(96,611,160)
Adjustments to reconcile net loss for the period to cash flow from operating activities:		
Loss on revaluation of warrant liability	**3,384,000**	-
Share-based payments	**19,000**	1,180,000
Unrealized Foreign exchange loss (gain)	**374,966**	(40,085)
Amortization	**64,118**	74,554
Impairment of exploration and evaluation expenditures	**65,713**	-
Dry hole costs	**-**	89,900,000
Net change in non-cash working capital items:		
Trade and other receivables	**(185,175)**	13,707
Trade and other payables	**(247,564)**	(59,237)
Cash flow used in operating activities	**(6,148,715)**	(5,542,221)
Financing		
Issuance of units (net of issuance costs)	**34,534,957**	-
Issuance of common shares (net of issuance costs)	**-**	5,446
Promissory note payable (net of issuance costs)	**-**	27,876,801
Cash flow provided from financing activities	**34,534,957**	27,882,247
Investing		
Purchases of exploration and evaluation expenditures	**(18,294,169)**	(103,368,469)
Purchases of property, plant and equipment	**(38,597)**	(1,145,681)
Receipt of restricted investments	**-**	266,458
Cash flow used in investing activities	**(18,332,766)**	(104,247,692)
Net increase (decrease) in cash and cash equivalents	**10,053,476**	(81,907,666)
Effect of exchange rate changes on cash held in foreign currencies	**(374,966)**	40,085
Cash and cash equivalents at beginning of period	**4,614,657**	83,371,228
Cash and cash equivalents at end of period	**14,293,167**	1,503,647

Supplementary Information		
Interest paid	**10,234**	-
Income tax paid	**-**	-

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

General

CGX Energy Inc. is incorporated under the laws of Ontario. The Company's head office is located at 333 Bay Street, Suite 1100, Toronto, Ontario, M5H 2R2. Its principal business activity is petroleum and natural gas exploration offshore Guyana, South America.

1. Nature of Operations and Going Concern Uncertainty

The Company is in the process of exploring and evaluating petroleum and natural gas properties in the Guyana Suriname basin, a frontier basin in South America. The business of petroleum and natural gas exploration involves a high degree of risk and there can be no assurance that the Company's exploration programs will result in profitable operations. The amounts shown as exploration and evaluation expenditures represent acquisition costs to date and are not necessarily representative of present or future cash flows. The recoverability of the Company's exploration and evaluation expenditures is dependent upon the discovery of economically recoverable petroleum and natural gas reserves; securing and maintaining title and beneficial interest in the properties; the ability to obtain the necessary financing to complete exploration, development and construction of processing facilities; obtaining certain government approvals and attaining profitable production or alternatively, upon the Company's ability to dispose of its interest on an advantageous basis; all of which are uncertain.

The unaudited interim consolidated financial statements for the three and six month periods ended June 30, 2013 and 2012 have been prepared assuming that the Company will continue as a going concern which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business.

The Company has a history of operating losses and as at June 30, 2013 has an accumulated deficit of $223,754,816 (December 31, 2012 - $214,131,043). The ability of the Company to continue as a going concern is dependent on securing additional required financing through issuing additional equity, debt instruments or sale of Company assets and/or payments associated with a joint venture farm-out. Given the Company's capital commitment requirements under the Company's new PPL's outlined in note 9, the Company does not have sufficient cash flow to meet its operating requirements for the 12 month period from the balance sheet date. While the Company believes in the viability of its strategy in its ability to raise additional funds and that the actions presently being taken provide the best opportunity for the Company to continue as a going concern, there can be no assurances to that effect. As a result there exist material uncertainties about the Company's ability to continue as a going concern.

These unaudited interim consolidated financial statements do not include any adjustments related to the recoverability and classification of asset amounts or the amounts and classification of liabilities that might be necessary if the Company is unable to obtain additional financing which is critical to continue as a going concern.

2. Basis of Preparation

2.1 Statement of compliance

These unaudited interim consolidated financial statements, including comparatives, have been prepared in accordance with International Accounting Standards ("IAS") 34 'Interim Financial Reporting' ("IAS 34") using accounting policies consistent with the International Financial Reporting Standards ("IFRS") issued by the International Accounting Standards Board ("IASB") and Interpretations of the International Financial Reporting Interpretations Committee ("IFRIC").

2. Basis of Preparation *(continued)*

2.2 Basis of presentation

The notes herein include only significant transactions and events occurring since the Company's last fiscal year end and are not fully inclusive of all matters required to be disclosed in the annual audited consolidated financial statements. Accordingly, these unaudited interim consolidated financial statements should be read in conjunction with our most recent annual audited financial statements for the year ended December 31, 2012.

The accounting policies adopted in the preparation of the interim consolidated financial statements are consistent with those followed in the preparation of the Company's annual consolidated financial statements for the year ended December 31, 2012, except for the adoption of new standards and interpretations effective as of January 1, 2013 outlined in note 2.4.

These unaudited interim consolidated financial statements were authorized by the Board of Directors of the Company on July 23, 2013.

2.3 Adoption of new and revised standards and interpretations

New standards and interpretations adopted

Effective January 1, 2013 the Company adopted certain standards and amendments that require restatement of previous financial statements. These include IFRS 10 Consolidated Financial Statements, IFRS 11 Joint Arrangements, IFRS 13 Fair Value Measurement and amendments to IAS 1 Presentation of Financial Statements. As required by IAS 34, the nature and effect of these changes are disclosed below. In addition, the application of IFRS 12 Disclosure of Interests in Other Entities would result in additional disclosures in the annual consolidated financial statements.

Several other new standards and amendments apply for the first time in 2013. However, they do not impact the annual consolidated financial statements of the Company or the interim consolidated financial statements of the Company.

The nature and impact of each new standard/amendment is described below:

- IAS 1 *Presentation of Items of Other Comprehensive Income – Amendments to IAS.* The amendments to IAS 1 introduce a grouping of items present in other comprehensive income (OCI). Items that could be reclassified (or recycled) to profit and loss at a future point in time (e.g., net gain on hedge of net investment, exchange differences on translation of foreign operations, net movement on cash flow hedges and net loss or gain on available-for-sale financial assets) now have to be presented separately from items will never be reclassified (eg. actuarial gains and losses on defined benefit plans and revaluation of land and buildings). The amendment affected presentation only and had no impact on the Company's financial position of performance.
- IFRS 10 *Consolidated Financial Statements and* IAS 27 *Separate Financial Statements.* IFRS 10 establishes a single control model that applies to all entities including special purpose entities. IFRS 10 replace the parts of previously existing IAS 27 Consolidated and Separate Financial Statements that dealt with consolidated financial statements and SIC-12 Consolidation – Special Purpose Entities. IFRS 10 changes the definition of control such that an investor controls an investee when it is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. To meet the definition of control in IFRS 10, all three criteria must be met, including: (a) an investor has power over the investee; (b) the investor has exposure, or rights, to variable returns from its involvement with the investee; and (c) the investor has the ability to use its power over the investee to affect the amount of the investors returns. The application of IFRS 10 had no impact to the Company.

2. Basis of Preparation *(continued)*

2.3 Adoption of new and revised standards and interpretations *(continued)*

New standards and interpretations adopted *(continued)*

- IFRS 10 *Consolidated Financial Statements and* IAS 27 *Separate Financial Statements.* IFRS 10 establishes a single control model that applies to all entities including special purpose entities. IFRS 10 replace the parts of previously existing IAS 27 Consolidated and Separate Financial Statements that dealt with consolidated financial statements and SIC-12 Consolidation – Special Purpose Entities. IFRS 10 changes the definition of control such that an investor controls an investee when it is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. To meet the definition of control in IFRS 10, all three criteria must be met, including: (a) an investor has power over the investee; (b) the investor has exposure, or rights, to variable returns from its involvement with the investee; and (c) the investor has the ability to use its power over the investee to affect the amount of the investors returns. The application of IFRS 10 had no impact to the Company.

- IFRS 11 *Joint Arrangements and IAS 28 Investments in Associates and Joint Ventures.* IFRS 11 replaces IAS 31 Interests in Joint Ventures and SIC-13 Jointly Controlled Entities-Non-monetary Contributions by Venturers. IFRS 11 removes the option to account for jointly controlled entities (JCEs) using the proportionate consolidation. Instead, JCEs that meet the definition of a joint venture under IFRS 11 must be accounted for using the equity method. The application of IFRS 11 has no impact to the Company.

- IFRS 12 *Disclosure of Interests in Other Entitie*s. IFRS 12 sets out the requirement for disclosures relating to an entity's interests in subsidiaries, joint arrangements, associates and structured entities. None of these disclosure requirements are applicable for the interim consolidated financial statements, unless significant events and transactions in the interim period require that they are provided. Accordingly, the Company has not made such disclosures.

- IFRS 13 *Fair Value Measurement.* IFRS 13 establishes a single source of guidance under IFRS for all fair value measurements. IFRS 13 does not change when an entity is required to use fair value, but rather provides guidance on how to measure fair value under IFRS when fair value is required or permitted. The application of IFRS 13 has not materially impacted the fair value measurements carried out by the Company.

New standards and interpretations to be adopted in future

At the date of authorization of these Financial Statements, the IASB and IFRIC has issued the following new and revised Standards and Interpretations which are not yet effective for the relevant reporting periods and which the Company has not early adopted these standards, amendments and interpretations. However, the Company is currently assessing what impact the application of these standards or amendments will have on the consolidated financial statements of the Company.

- IFRS 9 *'Financial Instruments: Classification and Measurement'* – Effective for annual periods beginning on or after January 1, 2015, with early adoption permitted, introduces new requirements for the classification and measurement of financial instruments.

- IAS 32 '*Financial instruments, Presentation'* – In December 2011, effective for annual periods beginning on or after January 1, 2014, IAS 32 was amended to clarify the requirements for offsetting financial assets and liabilities. The amendments clarify that the right of offset must be available on the current date and cannot be contingent on a future date.

3. Capital management

The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support the acquisition, exploration and development of petroleum and natural gas properties. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of management to sustain future development of the business. The properties in which the Company currently has an interest are in the exploration stage; as such the Company is dependent on external financing to fund its activities. In order to carry out the planned exploration and pay for administrative costs, the Company will spend its existing working capital and will be required to raise additional funding. Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable. There were no changes in the Company's approach to capital management during the six month period ended June 30, 2013. The Company is not subject to externally imposed capital restrictions.

The Company considers its capital to be equity, which is comprised of share capital, reserve accounts, and deficit, which as at June 30, 2013 totaled $39,101,707 (December 31, 2012 - $28,171,523).

The Company invests all capital that is surplus to its immediate operational needs in short-term, liquid and highly rated financial instruments, such as cash, short-term guarantee deposits, all held with major Canadian financial institutions and Canadian or United States government treasury bills.

Management plans to secure the necessary financing through a combination of the issue of new equity, debt instruments or sale of Company assets. There is no assurance, however that these initiatives will be successful.

4. Financial instruments

Fair value

The Company has designated its cash and cash equivalents, restricted investments and marketable securities as fair value through profit and loss which are measured at fair value. Fair value of cash and cash equivalents, restricted investments and marketable securities is determined based on transaction value and is categorized as Level one measurement. Trade and other receivables are classified for accounting purposes as loans and receivables, which are measured at amortized cost which approximates fair value. Trade and other payables are classified for accounting purposes as other financial liabilities, which are measured at amortized cost which also approximates fair value.

Fair value of trade and other receivables and trade and other payables are determined based on Level two measurements:

- Level one includes quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level two includes inputs that are observable other than quoted prices included in level one.
- Level three includes inputs that are not based on observable market data.

As at June 30, 2013, the carrying and fair value amounts of the Company's financial instruments are approximately equivalent due to the relatively short periods to maturity of these investments. Fair value estimates are made at a specific point in time, based on relevant market information and information about financial instruments. These estimates are subject to and involve uncertainties and matters of significant judgment, therefore cannot be determined with precision. Changes in assumptions could significantly affect the estimates.

4. Financial instruments *(continued)*

A summary of the Company's risk exposures as it relates to financial instruments are reflected below:

i) Credit risk

Credit risk is the risk of loss associated with a counter-party's inability to fulfill its payment obligations. The credit risk is attributable to various financial instruments, as noted below. The credit risk is limited to the carrying value amount carried on the statement of financial position.

a) **Cash and cash equivalents** – Cash and cash equivalents and restricted cash and cash equivalents are held with major Canadian financial institutions in Canada and therefore the risk of loss is minimal.

b) **Trade and other receivables** – The Company is not exposed to major credit risk attributable to customers. Significant portions of this amount are due from the Canadian government.

The Company's maximum exposure to credit risk as at June 30, 2013 is the carrying value of cash and cash equivalents, trade and other receivables.

ii) Liquidity risk

The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities as they become due. As at June 30, 2013, the Company had a working capital of $13,361,347 (December 31, 2012 – deficiency of $12,650,761). In order to meet its longer-term working capital and property exploration expenditures, the Company must secure further financing to ensure that those obligations are properly discharged (See Note 1). There can be no assurance that the Company will be successful in its efforts to arrange additional financing on terms satisfactory to the Company. If additional financing is raised by the issuance of shares from the treasury of the Company, control of the Company may change and shareholders may suffer additional dilution. If adequate financing is not available, the Company may be required to delay, reduce the scope of, or eliminate one or more exploration activities or relinquish rights to certain of its interests.

Market risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates, commodity prices and/or stock market movements (price risk).

a) **Interest rate risk**
The Company is not exposed to significant interest rate price risk due to the short-term nature of its monetary assets and liabilities. Cash not required in the short term, is invested in short-term guaranteed investment certificates, as appropriate.

b) **Currency risk**
The Company's exploration and evaluation activities are substantially denominated in US dollars. The Company's funds are predominantly kept in Canadian and US dollars, with a major Canadian financial Institution. As at June 30, 2013, the Company had approximately $13,600,000 in Canadian dollar denominated cash deposits.

5. Sensitivity analysis

The Company's funds are kept in Canadian and US dollars with major Canadian financial institutions. As at June 30, 2013, the Company's exposure to foreign currency balances is as follows:

Account	**Foreign Currency**	**Exposure**	
June 30,		**2013**	**2012**
Cash and cash equivalents	CDN $	**$ 13,600,000**	$ 4,400,000
Trade and other receivables	CDN $	**600,000**	800,000
Trade and other payables	CDN $	**(800,000)**	(800,000)
Promissory note payable	CDN $	**-**	(27,900,000)
		$ 13,400,000	$ (23,500,000)

Based on management's knowledge and experience of the financial markets, the Company believes the following movements are reasonably possible over a one year period:

A change of 10% in foreign exchange rates would increase/decrease net loss for the period by $1,340,000 (2012 - $2,350,000).

6. Cash and cash equivalents

The balance of cash and cash equivalents at June 30, 2013, consisted of $14,203,659 (December 31, 2012 - $4,294,137) on deposit with major Canadian financial institutions in Canada and $89,508 (December 31, 2012 - $320,520) in short-term guaranteed investment certificates and fixed instruments with maturities on the date of purchase of less than 90 days.

7. Trade receivables and other assets

The Company's trade receivables and other assets arise from four main sources: trade receivables due from customers for premises rental recoveries, harmonized sales tax ("HST") receivable, marketable securities and prepaid expenses. These are broken down as follows:

	As at,	
	June 30, 2013	December 31, 2012
Trade receivables	**$ 40,302**	$ 141,439
HST receivable	**392,966**	118,154
Marketable securities	**125,497**	133,259
Prepaid expenses	**90,594**	71,332
Total trade receivables and other assets	**$ 649,359**	$ 464,184

7. Trade receivables and other assets *(continued)*

Below is an aged analysis of the Company's trade receivables:

	As at,	
	June 30, 2013	December 31, 2012
1 – 30 days	**$ 16,378**	$ 89,725
31 – 90 days	**3,805**	26,699
90+ days	**20,119**	25,015
Total trade receivables	**$ 40,302**	$ 141,439

At June 30, 2013, the Company anticipates full recovery of these amounts and therefore no additional allowance has been recorded against these receivables. The credit risk on the receivables has been further discussed in Note 4 (i).

The Company holds no collateral for any receivable amounts outstanding as at June 30, 2013.

8. Property, plant and equipment

	Staging Facility[1]	Logistics Yard[1]	Office, furniture and fixtures	Computer, software and equipment	Total
Cost					
As at January 1, 2012	$ 6,068,651	$ 612,450	$ 101,104	$ 280,676	$ 7,062,881
Additions	212,035	73,661	26,774	233,961	546,431
As at December 31, 2012	**$ 6,280,686**	**$ 686,111**	**$ 127,878**	**$ 514,637**	**$ 7,609,312**
Additions	**10,211**	**-**	**-**	**25,886**	**36,097**
As at June 30, 2013	**$ 6,290,897**	**$ 686,111**	**$ 127,878**	**$ 540,523**	**$ 7,645,409**
Accumulated amortization					
As at January 1, 2012	$ -	$ -	$ 7,730	$ 12,637	$ 20,367
Amortization [2]	-	-	23,981	150,305	174,286
As at December 31, 2012	**$ -**	**$ -**	**$ 31,711**	**$ 162,942**	**$ 194,653**
Amortization [2]	**-**	**-**	**9,699**	**54,419**	**64,118**
As at June 30, 2013	**$ -**	**$ -**	**$ 41,410**	**$ 217,361**	**$ 258,771**
Net book value					
As at December 31, 2012	$ 6,280,686	$ 686,111	$ 96,167	$ 351,695	$ 7,414,659
As at June 30, 2013	**$ 6,290,897**	**$ 686,111**	**$ 86,468**	**$ 323,162**	**$ 7,386,638**

Notes: [1] No amortization has been recorded on these assets as they are still under construction.
[2] Amortization has been recorded within general and administrative in the statement of comprehensive loss.

cgx energy inc

9. Exploration and evaluation expenditures

	Corentyne	Georgetown	Pomeroon	Berbice	Demerara	Total
Balance, December 31, 2011	$ 44,321,255	$ 19,797,496	$ 2,040,555	$ 50,000	$ -	$ 66,209,306
Net additions	85,603,370	37,511,639	-	-	-	123,115,009
Sale of exploration and evaluation data	(6,000,000)	-	-	-	-	(6,000,000)
Dry hole costs	(89,900,000)	-	-	-	-	(89,900,000)
Impairment of exploration and evaluation expenditures	-	(57,309,135)	(2,040,555)	-	-	(59,349,690)
Balance, December 31, 2012	**$ 34,024,625**	**$ -**	**$ -**	**$ 50,000**	**$ -**	**$ 34,074,625**
Net additions	**2,054,097**	**65,713**	**-**	**25,000**	**100,000**	**2,244,810**
Impairment of exploration and evaluation expenditures	**-**	**(65,713)**	**-**	**-**	**-**	**(65,713)**
Balance, June 30, 2013	**$ 36,078,722**	**$ -**	**$ -**	**$ 75,000**	**$ 100,000**	**$ 36,253,722**

As at June 30, 2013, the expenditures capitalized above include costs for licence acquisitions and maintenance of licences, general exploration, geological and geophysical consulting, surveys, 3D-seismic acquisition, processing and interpretation, and drill planning, drill rig mobilization and demobilization, drilling and all costs associated with abandonment.

Corentyne Petroleum Agreement (PA), Guyana

The Company's 100% owned subsidiary, CGX Resources Inc. ("CGX Resources"), was granted the Corentyne PA on June 24, 1998. Because a border dispute between Guyana and Suriname prevented unhindered access to a portion of the contract area for seven years the original 10-year term of the contract was extended to June 24, 2013 including the two renewal periods. In May 2012, the Company completed its Eagle-1 commitment well on the Company's 100% Corentyne PPL offshore Guyana. The well was declared a dry-hole after it encountered hydrocarbons in three formations but potential reservoir sands proved to be water-bearing. The total cost of the Eagle-1 well of $89,900,000 was been recognized as a dry hole expense in the financial statements for the year ended December 31, 2012.

On May 27, 2012 the Company and Pacific Rubiales entered into an earn-in and technical cooperation agreement pursuant to which: (i) Pacific Rubiales would provide technical assistance to the Company in respect of its operations, and (ii) Pacific Rubiales would have the right to participate in the Company's next commitment well on each of the Corentyne PPL ("Corentyne Option") and the Annex PPL ("Annex Option") by funding 50% of all costs related to such commitment wells (and in the case of the Annex PPL, by also funding 50% of the seismic program) in exchange for a 33% interest in the applicable petroleum licence. The Corentyne Option was exercisable on or before July 31, 2012 (Pacific Rubiales did not exercise their right on the Corentyne Option) and the Annex Option was exercisable on or before the 60th day following Pacific Rubiales being made aware by CGX of receipt by CGX of the renewed Annex PPL. This option has now expired without exercise.

On November 27, 2012, the Company was issued a new Corentyne Petroleum Agreement ("PA") and Petroleum Prospecting License ("PPL") offshore Guyana. The new PA is renewable after four years for up to ten years. Under the terms of the new Corentyne PA, and during the initial period of four years, CGX has an obligation to drill two wells.

9. Exploration and evaluation expenditures *(continued)*

Corentyne Petroleum Agreement (PA), Guyana *(continued)*

The table below outlines the commitments under the new PA:

<table>
<tr><th>Period</th><th>Phase</th><th>Exploration Obligation</th><th>Dates</th></tr>
<tr><td rowspan="3">Initial Period - 4 Years</td><td>Phase One - 30 Months</td><td>Commence to drill 1 exploration well</td><td>Nov 27, 2012 - May 27, 2015</td></tr>
<tr><td>Phase Two - 18 Months</td><td>Drill 1 exploration well</td><td>May 27, 2015 - Nov 27, 2016</td></tr>
<tr><td colspan="3">- At the end of the initial period of four (4) years, the Contractor will elect either to relinquish the entire Contract Area or fifteen (15%) percent of the Contract Area and renew the Petroleum Prospecting Licence for a further period of up to three (3) years.</td></tr>
<tr><td rowspan="4">First Renewal Period - 3 Years</td><td>Phase One - 18 Months</td><td>Commence to drill 1 exploration well</td><td>Nov 27, 2016 - May 27, 2018</td></tr>
<tr><td colspan="3">- At the end of phase one of the first renewal period, the Contractor shall elect either to relinquish the entire Contract Area except for any Discovery Area and the area contained in any Petroleum Production Licence or commit to the work programme in phase 2.</td></tr>
<tr><td>Phase Two - 18 Months</td><td>Drill 1 exploration well</td><td>May 27, 2018 - Nov 27, 2019</td></tr>
<tr><td colspan="3">- At the end of the first renewal period of three (3) years, the Contractor shall elect either to relinquish the entire Contract Area except for any Discovery Area and the area contained in any Petroleum Production Licence or relinquish twenty-five (25%) percent of the Contract Area and renew the Petroleum Prospecting Licence for a second period of three (3) years.</td></tr>
<tr><td rowspan="4">Second Renewal Period - 3 Years</td><td>Phase One - 18 Months</td><td>Commence to drill 1 exploration well</td><td>Nov 27, 2019 - May 27, 2021</td></tr>
<tr><td colspan="3">- At the end of phase one of the second renewal period, the Contractor shall elect either to relinquish the entire Contract Area except for any Discovery Area and the area contained in any Petroleum Production Licence or commit to the work programme in phase 2.</td></tr>
<tr><td>Phase Two - 18 Months</td><td>Drill 1 exploration well</td><td>May 27, 2021 - Nov 27, 2022</td></tr>
<tr><td colspan="3">- At the end of the second renewal period of three (3) years, the Contractor shall relinquish the entire Contract Area except for any Discovery Area, the area contained in any Petroleum Production Licence and any other portion of the Contract Area on which the Minister Responsible for Petroleum agrees to permit the Contractor to conduct further exploration activities.</td></tr>
</table>

If a discovery is made, CGX has the right to apply to the Minister for a Petroleum Production Licence with respect to that of the Contract Area having a significant discovery.

After commercial production begins, the Company is allowed to recover contract costs as defined in the PA from "cost oil" produced and sold from the Contract Area and limited in any Month to an amount which equals seventy-five percent (75%) of the total production from the Contract Area for such Month excluding any Crude Oil and/or Natural Gas used in Petroleum Operations or which is lost. The Company's share of the remaining production or "profit oil" is 47%.

To the extent that in any Month, Recoverable Contract Costs exceed the value of Cost Oil and/or Cost Gas the unrecoverable amount shall be carried forward and shall be recoverable in the immediately succeeding Month, and to the extent not then recovered, in the subsequent Month or Months.

The Company has $155,000,000 of Recoverable Costs brought forward from the original Corentyne licence. This cost can be recovered against any future commercial production.

Annual rental fees (Rental fees paid for 2013) and annual training fees are each $100,000 respectively.

9. Exploration and evaluation expenditures *(continued)*

Georgetown PA, Guyana

The Company, through its wholly-owned subsidiary CGX Resources, purchased a 25% participating interest in the Georgetown PA from ENI Guyana, B.V. for $175,000 and $1,075,000 due at the commencement of the first well in the PA that targeted one of the Tertiary turbidite prospects previously identified by ENI in which CGX participated. On September 3, 2002, the Government of Guyana approved the transfer. The original vendor retained a right to ownership of 2.7% of Profit Oil produced by the Licence. The Georgetown PA covered approximately 1.7 million acres offshore.

Exploration on the Licence was suspended in 2000 as a significant portion of the Licence was in the area of the overlapping border dispute between Guyana and Suriname. The dispute was resolved in 2007. As a result, the second renewal period of the Petroleum Agreement was extended to November 2012.

To satisfy the Minimum Work Program during the second renewal period 1 of the contract, the Georgetown participants being Repsol Exploración S.A ("Respol") (15% and operator), CGX (25%), YPF Guyana Limited (30%) and Tullow Guyana BV (30%) (collectively the "Georgetown Participants") committed to drill an exploration well during the period ending May 2011. However, due to a number of factors including weather delays, the drilling of this exploration well commenced on February 9, 2012. The Georgetown Participants advised the Government of Guyana of these circumstances which were beyond their control and were provided with an extension on the commitment to November 25, 2012.

Jaguar-1 Well

Announced on July 16, 2012, the Jaguar-1 well located on the Company's 25% owned Georgetown PPL, was plugged at a depth of 4,876 metres without reaching the primary objective in the Late Cretaceous geologic zone. The decision to stop drilling at this point was unanimously agreed by all partners based on safety criteria and was taken after reaching a point in the well where the pressure design limits for safe operations prevented further drilling to the main objective. Jaguar-1 was a high pressure, high temperature well. Whilst the primary Late Cretaceous objective was not reached, samples of light oil were successfully recovered from two Late Cretaceous turbidite sands. CGX's share of the estimated well cost based on the operators authorization for expenditures ("AFE") was US$42,000,000 excluding indirect charges.

On November 26, 2012, the Company was issued a default notice for its Participating Interest share of joint account expenses in the amount of $11,500,000. The Company had sixty-five business days from the date of the default notice in which to pay the entire amount in default. All amounts relating to its Participating Interest share of joint account expenses and accrued interest including the amounts in the default notice have been paid in full and settled.

Relinquishment

Effective November 25, 2012, the Company was notified that this licence has reverted back to the government of Guyana. Subsequent to licence expiration and during fourth quarter 2012, the Company, led by the operator Repsol, were in discussions with the Government of Guyana for the issuance of a new PPL. The Company believed that these discussions would have resulted in a new PPL, but there were no assurances as to the outcome and terms of these negotiations. As a result of the Company's continued default under the Georgetown Licence and the Company's current uncertainty relating to this license, the Company recorded an impairment during the year ended December 31, 2012 of the full carrying amounts of $57,309,135. The Company continues to impair all additional costs incurred relating to this licence, including $65,713 spent during the six month period ended June 30, 2013. In the event that the Company participates in the renewal of the license, the Company will revisit any impairment previously recorded.

9. Exploration and evaluation expenditures *(continued)*

Pomeroon PA, Guyana

The Company, through its wholly-owned subsidiary CGX Resources, entered into an asset purchase agreement with Century Guyana, Ltd. (Century) to acquire Century's 100% interest in the Pomeroon PA. The purchase price consisted of a payment of $100,000 plus the issuance of 2,000,000 common shares of the Company. CGX assigned to Century an overriding royalty interest consisting of 2.5% of all revenues to the extent that the revenues are directly attributable to the contractor's share of Profit Oil. The Pomeroon PA issued in November 1997 covered approximately 2.8 million acres. The area is subject to an unresolved maritime boundary with Venezuela and no work has been performed at the request of the Government of Guyana during these discussions: therefore the acreage was in standstill. All work commitments up to the end of the initial period were deemed to be completed. An application had been made to the Government of Guyana to extend the term of the contract to November 2013. In late 2012, the Company was notified that effective November 19, 2012, this licence has reverted back to the government of Guyana. As a result of this licence having expired in November 2012 and the Company discussion subsequent to year end around this licence, and the uncertainty relating to this license, the Company recorded an impairment during the year ended December 31, 2012 of the full carrying amounts of $2,040,444. In the event that the Company secures the renewal of the license, the Company will revisit any impairment previously recorded.

Berbice PA, Guyana

The Company, through its 62% owned subsidiary ON Energy Inc., acquired the Berbice PA comprising 0.4 million acres onshore in October 2003. The Berbice PA was renewable for up to two three-year periods. Negotiations were underway for the Second Renewal period ending October 2013 to conduct an airborne geotechnical survey at a cost of less than $1,000,000.

On February 12, 2013, ON Energy entered into a new Berbice PA and PPL, which applies to the former Berbice license comprising 1,566 square kilometres (971 square kilometres net) and the former onshore portion of the Company's original Corentyne Petroleum Agreement comprising 1,729 square kilometres (1,072 square kilometres net) for total onshore acreage of 3,295 square kilometres.

9. Exploration and evaluation expenditures *(continued)*

Berbice PA, Guyana *(continued)*

The table below outlines the commitments under the new Berbice PA:

<table>
<tr><th>Period</th><th>Phase</th><th>Exploration Obligation</th><th>Dates</th></tr>
<tr><td rowspan="4">Initial Period - 4 Years</td><td>Phase One - 24 Months</td><td>Acquire a minimum of 1,000 km of airborne geophysical data, process and interpret the same</td><td>Feb 12, 2013 - Feb 12, 2015</td></tr>
<tr><td colspan="3">- At the end of phase one (1) of the initial period, the Contractor shall elect either to relinquish the entire Contract Area except for any Discovery Area and the area contained in any Petroleum Production License or commit to the work programme in phase two (2).</td></tr>
<tr><td>Phase Two - 24 Months</td><td>Acquire a minimum of 100 line kilometers of 2D seismic, process and interpret the same; or commence to drill 1 exploration well</td><td>Feb 12, 2015 - Feb 12, 2017</td></tr>
<tr><td colspan="3">- At the end of the initial period of four (4) years, the Contractor will elect either to relinquish the entire Contract Area or fifteen (15%) percent of the Contract Area and renew the Petroleum Prospecting Licence for a further period of up to three (3) years.</td></tr>
<tr><td rowspan="4">First Renewal Period - 3 Years</td><td>Phase One - 18 Months</td><td>Commence to drill 1 exploration well</td><td>Feb 12, 2017 - Aug 12, 2018</td></tr>
<tr><td colspan="3">- At the end of phase one (1) of the first renewal period, the Contractor shall elect either to relinquish the entire Contract Area except for any Discovery Area and the area contained in any Petroleum Production License or commit to the work programme in phase two (2).</td></tr>
<tr><td>Phase Two - 18 Months</td><td>Drill 1 exploration well</td><td>Aug 12, 2018 - Feb 12, 2020</td></tr>
<tr><td colspan="3">- At the end of the first renewal period of three (3) years, the Contractor shall elect either to relinquish the entire Contract Area except for any Discovery Area and the area contained in any Petroleum Production Licence or relinquish twenty-five (25%) percent of the Contract Area and renew the Petroleum Prospecting Licence for a second period of three (3) years.</td></tr>
<tr><td rowspan="4">Second Renewal Period - 3 Years</td><td>Phase One - 18 Months</td><td>Commence to drill 1 exploration well</td><td>Feb 12, 2020 - Aug 12, 2021</td></tr>
<tr><td colspan="3">- At the end of phase one (1) of the first renewal period, the Contractor shall elect either to relinquish the entire Contract Area except for any Discovery Area and the area contained in any Petroleum Production License or commit to the work programme in phase two (2).</td></tr>
<tr><td>Phase Two - 18 Months</td><td>Drill 1 exploration well</td><td>Aug 12, 2021 - Feb 12, 2023</td></tr>
<tr><td colspan="3">- At the end of the second renewal period of three (3) years, the Contractor shall relinquish the entire Contract Area except for any Discovery Area, the area contained in any Petroleum Production Licence and any other portion of the Contract Area on which the Minister Responsible for Petroleum agrees to permit the Contractor to conduct further exploration activities.</td></tr>
</table>

If a discovery is made, CGX has the right to apply to the Minister for a Petroleum Production Licence with respect to that of the Contract Area having a significant discovery.

After commercial production begins, the Company is allowed to recover contract costs as defined in the PA from "cost oil" produced and sold from the Contract Area and limited in any Month to an amount which equals seventy-five percent (75%) of the total production from the Contract Area for such Month excluding any Crude Oil and/or Natural Gas used in Petroleum Operations or which is lost. The Company's share of the remaining production or "profit oil" is 47%.

To the extent that in any Month, Recoverable Contract Costs exceed the value of Cost Oil and/or Cost Gas the unrecoverable amount shall be carried forward and shall be recoverable in the immediately succeeding Month, and to the extent not then recovered, in the subsequent Month or Months.

The Company has $500,000 of Recoverable Costs brought forward from the original Berbice licence. This cost can be recovered against any future commercial production.

Annual rental fees (Rental fees paid for 2013) and annual training fees are each $25,000 respectively.

9. Exploration and evaluation expenditures *(continued)*

Demerara PA, Guyana

On February 12, 2013, the Company entered into the Demerara PA and PPL. The new PPL applies to the former offshore portion of the Annex PPL, covering 3,975 square kilometres, which was a subset of the Company's original Corentyne Petroleum Agreement.

The table below outlines the commitments under the new PA:

<table>
<tr><th>Period</th><th>Phase</th><th>Exploration Obligation</th><th>Dates</th></tr>
<tr><td rowspan="3">Initial Period - 4 Years</td><td>Phase One - 24 Months</td><td>Conduct a new marine 3D seismic survey consisting of a minimum of 1,000 km², process and interpret data from same</td><td>Feb 12, 2013 - Feb 12, 2015</td></tr>
<tr><td>Phase Two - 24 Months</td><td>Drill 1 exploration well</td><td>Feb 12, 2015 - Feb 12, 2017</td></tr>
<tr><td colspan="3">- At the end of the initial period of four (4) years, the Contractor will elect either to relinquish the entire Contract Area or fifteen (15%) percent of the Contract Area and renew the Petroleum Prospecting Licence for a further period of up to three (3) years.</td></tr>
<tr><td rowspan="4">First Renewal Period - 3 Years</td><td>Phase One - 18 Months</td><td>Commence to drill 1 exploration well</td><td>Feb 12, 2017 - Aug 12, 2018</td></tr>
<tr><td colspan="3">- At the end of phase one (1) of the first renewal period, the Contractor shall elect either to relinquish the entire Contract Area except for any Discovery Area and the area contained in any Petroleum Production Licence or commit to the work programme in phase 2.</td></tr>
<tr><td>Phase Two - 18 Months</td><td>Drill 1 exploration well</td><td>Aug 12, 2018 - Feb 12, 2020</td></tr>
<tr><td colspan="3">- At the end of the first renewal period of three (3) years, the Contractor shall elect either to relinquish the entire Contract Area except for any Discovery Area and the area contained in any Petroleum Production Licence or relinquish twenty-five (25%) percent of the Contract Area and renew the Petroleum Prospecting Licence for a second period of three (3) years.</td></tr>
<tr><td rowspan="4">Second Renewal Period - 3 Years</td><td>Phase One - 18 Months</td><td>Commence to drill 1 exploration well</td><td>Feb 12, 2020 - Aug 12, 2021</td></tr>
<tr><td colspan="3">- At the end of phase one (1) of the second renewal period, the Contractor shall elect either to relinquish the entire Contract Area except for any Discovery Area and the area contained in any Petroleum Production Licence or commit to the work programme in phase 2.</td></tr>
<tr><td>Phase Two - 18 Months</td><td>Drill 1 exploration well</td><td>Aug 12, 2021 - Feb 12, 2023</td></tr>
<tr><td colspan="3">- At the end of the second renewal period of three (3) years, the Contractor shall relinquish the entire Contract Area except for any Discovery Area, the area contained in any Petroleum Production Licence and any other portion of the Contract Area on which the Minister Responsible for Petroleum agrees to permit the Contractor to conduct further exploration activities.</td></tr>
</table>

If a discovery is made, CGX has the right to apply to the Minister for a Petroleum Production Licence with respect to that of the Contract Area having a significant discovery

After commercial production begins, the Company is allowed to recover contract costs as defined in the PA from "cost oil" produced and sold from the Contract Area and limited in any Month to an amount which equals seventy-five percent (75%) of the total production from the Contract Area for such Month excluding any Crude Oil and/or Natural Gas used in Petroleum Operations or which is lost. The Company's share of the remaining production or "profit oil" is 47%.

To the extent that in any Month, Recoverable Contract Costs exceed the value of Cost Oil and/or Cost Gas the unrecoverable amount shall be carried forward and shall be recoverable in the immediately succeeding Month, and to the extent not then recovered, in the subsequent Month or Months.

The Company has $1,000,000 of Recoverable Costs brought forward from the original Annex licence. This cost can be recovered against any future commercial production. Annual rental fees (Rental fees paid for 2013) and annual training fees are each $100,000 respectively.

10. Compensation of key management personnel

Certain corporate entities that are related to the Company's officers and directors provide consulting services to CGX. Some of these expenditures include travel costs. These expenditures have been recorded at their exchange amounts, being the amounts negotiated and agreed to by the parties to the transaction. At June 30, 2013, included in trade and other payables is $109,000 (December 31, 2012 - $101,000) due to these key management personnel.

11. Trade and other payables

Trade and other payables of the Company are principally comprised of amounts outstanding for trade purchases relating to exploration activities and amounts payable for operating and financing activities. The usual credit period taken for trade purchases is between 30 to 90 days. The following is an aged analysis of the trade and other payables:

As at,		**June 30, 2013**		December 31, 2012
Less than one month	**$**	**701,306**	$	1,783,586
One month to three months		**178,356**		4,291,701
Over three months		**550,517**		11,654,315
Total trade and other payables	**$**	**1,430,179**	$	17,729,602

12. Warrant Liability

All amounts are pre-share consolidation.

As at June 30, 2013, the warrant liability was comprised of the following:

		June 30, 2013		December 31, 2012
Warrant liability - 2012 warrants	**$**	**151,000**	$	667,000
Warrant liability - 2013 warrants		**17,900,000**		-
Warrant liability		**18,051,000**		-
Less: Current		**(151,000)**		-
Warrant liability, long term	**$**	**17,900,000**	$	667,000

During the six month period ended June 30, 2013, the Company issued 370,089,000 units at CDN$0.10 per unit for gross proceeds of $36,394,552 (C$37,089,000). Each unit consisted of one common share and one common share purchase warrant. Each whole common share purchase warrant entitles the holder to purchase an additional common share at C$0.17 for a period of 5 years (See Note 13). The Company recorded the warrants issued as a derivative liability due to their exercise price being denominated in a currency other than the Company's US dollar functional currency.

The warrant liability was re-valued at the end of the reporting period with the change in fair value of the warrant liability recorded as a gain or loss in the Company's Consolidated Statements of Loss. The warrant liability was accounted for at its fair value as follows:

		Six months ended June 30, 2013		**Year ended December 31, 2012**
Warrant liability - 2013 warrants, beginning of period/year	**$**	**-**	$	-
Fair value of warrants issued during the period (*note* 13)		**14,000,000**		-
Change in fair value		**3,900,000**		-
Warrant liability - 2013 warrants, end of period/year	**$**	**17,900,000**	$	-

12. Warrant Liability *(continued)*

The Company utilized the Black-Scholes valuation model to estimate the fair value of the warrants at June 30, 2013 and December 31, 2012 using the following assumptions:

	June 30, 2013	December 31, 2012
Number of warrants outstanding	**370,089,000**	-
Exercise price	**C$0.17**	-
Risk-free interest rate	**1.80%**	-
Expected life (years)	**4.8**	-
Expected volatility	**70%**	-
Expected dividends	**-**	-
Dilution factor	**68%**	-
Fair value of warrants	**$ 17,900,000**	$ -

Volatility for these warrants has been calculated using four year historical volatility of comparable companies. The value of these warrants has also been multiplied by a dilution factor due to the impact that the exercise of the warrants would have on the dilution of the Company's stock as a result of the significant amount of warrants in relation to the number of common shares outstanding. The dilution factor is calculated by dividing the number of the warrants being valued by the outstanding number common shares plus the number of warrants being valued.

During the year ended December 31, 2012, the Company issued 85,714,285 units at CDN$0.35 per unit for gross proceeds of $29,303,000 (C$30,000,000). Each unit consisted of one common share and one-half of one common share purchase warrant. Each whole common share purchase warrant entitles the holder to purchase an additional common share at C$0.60 for a period of 18 months (See Note 13). The Company recorded the warrants issued as a derivative liability due to their exercise price being denominated in a currency other than the Company's US dollar functional currency.

The warrant liability was re-valued at the end of the reporting period with the change in fair value of the warrant liability recorded as a gain or loss in the Company's Consolidated Statements of Loss. The warrant liability was accounted for at its fair value as follows:

	Six months ended June 30, 2013	Year ended December 31, 2012
Warrant liability - 2012 warrants, beginning of period/year	**$ 667,000**	$ -
Fair value of warrants issued during the period (*note* 13)	**-**	8,140,000
Change in fair value	**(516,000)**	(7,473,000)
Warrant liability - 2012 warrants, end of period/year	**$ 151,000**	$ 667,000

12. Warrant Liability *(continued)*

The Company utilized the Black-Scholes valuation model to estimate the fair value of the warrants at June 30, 2013 and December 31, 2012 using the following assumptions:

	June 30, 2013	**December 31, 2012**
Number of warrants outstanding	**42,857,142**	42,857,142
Exercise price	**C$0.60**	C$0.60
Risk-free interest rate	**1.05%**	1.09%
Expected life (years)	**0.5**	1.00
Expected volatility	**114.50%**	107.28%
Expected dividends	**-**	-
Fair value of warrants	**$ 151,000**	$ 667,000

Volatility for these warrants has been calculated using the Company's historical information.

13. Capital stock

Share Capital

The Company is authorized to issue an unlimited number of common shares without par value. Changes in the issued and outstanding common shares are as follows:

	Number of Shares	**$**
Balance at December 31, 2011	326,223,663	$ 205,145,980
Issuance of shares	85,714,285	21,163,000
Exercise of options[1]	10,270	5,446
Share issue costs	-	(1,559,594)
Reserve transferred on exercise of options	-	4,172
Balance at December 31, 2012	**411,948,218**	**$ 224,759,004**
Issuance of shares	**370,089,000**	**22,394,552**
Share issue costs	**-**	**(1,859,595)**
Balance at June 30, 2013	**782,037,218**	**$ 245,293,961**

[1] The average fair value of the shares issued through the exercise of options on the date the options were exercised in the six month period ended June 30, 2013 was $Nil (Year ended December 31, 2012 - $1.23).

2013

On April 26, 2013, the Company closed a brokered private placement raising CDN$37,008,900 by issuing 370,089,000 units at a price of CDN$0.10 per unit. Each Unit is comprised of one common share and one common share purchase warrant. Each Warrant is exercisable for one CGX common share at an exercise price of C$0.17 per common share for a period of 5 years following the date of issuance of the Units. All common shares that comprise the Units and any common shares issued on exercise of the Warrants were subject to a four month hold period from the date of issuance of the Units.

13. Capital stock *(continued)*

2013 *(continued)*

Pacific Rubiales subscribed for 350,000,000 Units, which increases Pacific Rubiales' ownership of CGX to 494,434,285 Common Shares, representing approximately 63.2% of the issued and outstanding shares in the capital of the Company on a non-diluted basis.

As compensation for its services in connection with the Offering, GMP Securities L.P. was paid a fee of 4% on the subscription of units by Pacific Rubiales and 6% on the subscription of Units by other purchasers for total finder fees paid of CDN$1,520,534.

As a result of Pacific Rubiales acquiring more than 50% outstanding shares in the capital of the Company, change of control clauses were triggered under certain agreements with directors, officers, employees and consultants that resulted in payments and or accruals of approximately $1,830,000 to these various directors, officers, employees and consultants to date.

The fair value of the 370,089,000 common share purchase warrants was estimated at $14,000,000 using the Black-Scholes pricing model with the following assumptions: exercise price C$0.17; dividend yield 0%; forfeiture rate 0%; risk free interest 1.18%; volatility 70%, an expected life of 5 years and a dilution factor of 68%.

2012

On May 27, 2012, the Company entered into a definitive subscription agreement with Pacific Rubiales pursuant to which Pacific Rubiales subscribed for 85,714,285 units of CGX by way of private placement at a price per Unit of C$0.35 for an aggregate purchase price of C$30,000,000. Each Unit consisted of one common share and one-half of one common share purchase warrant of the Company. The Company allocated $21,163,000 to the common shares and $8,140,000 to the common share purchase warrants based upon the relative fair values. Each Warrant is exercisable for one CGX common share at an exercise price of C$0.60 per common share for a period of 18 months following the date of issuance of the Units. All common shares that comprise the Units and any common shares issued on exercise of the Warrants were subject to a four month hold period from the date of issuance of the Units. The private placement was completed on July 9, 2012. The Company paid an advisory fee of C$1,200,000 or 4% of the gross proceeds of the private placement to GMP Securities L.P.

In connection with the private placement, the Company granted Pacific Rubiales the right until the earlier to occur of: (a) the date on which Pacific Rubiales owns less than 15% of the outstanding common shares of the Company, and (b) the date that is two years following the closing date of the private placement, to participate in certain subsequent offerings or private placements by the Company in order for Pacific Rubiales to maintain the lesser of: (i) its percentage ownership interest in the common shares of the Company held immediately prior to such offering or placement, and (ii) 35.06% of the issued and outstanding common shares of the Company.

The fair value of the 42,857,142 common share purchase warrants was estimated at $8,140,000 using the Black-Scholes pricing model with the following assumptions: exercise price C$0.60; dividend yield 0%; forfeiture rate 0%; risk free interest 0.96%; volatility 95.27% and an expected life of 18 months.

13. Capital stock *(continued)*

Common Share Purchase Warrants

The exercise price and expiry date of the warrants outstanding at June 30, 2013 are as follows:

Warrants	Exercise Price	Expiry Date
42,857,142	C$0.60	January 9, 2014
370,089,000	C$0.17	April 26, 2018
412,946,142		

Stock Options

The Company established a share option plan to provide additional incentive to its directors, officers, employees and consultants for their efforts on behalf of the Company in the conduct of its affairs. The maximum number of common shares reserved for issuance under the share option plan comprising part of the share incentive plan may not exceed 10% (2012 - 9%) of the number of common shares outstanding. Under the terms of the plan, all options vest immediately, unless otherwise specified. All options granted under the plan expire no later than the fifth anniversary of the grant date. As at June 30, 2013, the Company had 74,843,992 (December 31, 2012 – 24,360,610) options available for issuance under the plan. Changes in the number of stock options outstanding are as follows:

As at,	**June 30, 2013**		December 31, 2012	
	Weighted Average Exercise Price ($)	**No. of Options**	Weighted Average Exercise Price ($)	No. of Options
Outstanding at beginning of period/year	**1.30**	**12,714,730**	1.21	16,625,000
Transactions during the period/year:				
Granted	**-**	**-**	0.88	1,350,000
Exercised	**-**	**-**	0.54	(10,270)
Expired/Forfeited	**1.40**	**(9,355,000)**	0.98	(5,250,000)
Outstanding at end of period/year	**0.89**	**3,359,730**	1.30	12,714,730
Exercisable at end of period/year	**0.88**	**3,234,730**	1.31	12,589,730

The following table provides additional information about outstanding stock options as at June 30, 2013:

	No. of Options Outstanding	**Weighted Average Remaining Life (Years)**	**Weighted Average Exercise Price**	**No. of Options Exercisable**	**Weighted Average Exercisable Exercise Price**
$ 0.29 - $0.76	1,364,730	3.30	$0.53	1,364,730	$0.53
$ 0.95 - $1.29	1,795,000	2.68	$1.07	1,670,000	$1.08
$ 1.71	200,000	1.66	$1.71	200,000	$1.71
$ 0.29 - $1.71	**3,359,730**	**2.87**	**$0.89**	**3,234,730**	**$0.88**

13. Capital stock *(continued)*

Stock Options *(continued)*

The following table summarizes the assumptions used with the Black-Scholes valuation model for the determination of the share based compensation for the stock options granted and/or vested during the six month period ended June 30, 2013:

	Vesting of previously issued options	Totals
Share based compensation	$ 19,000	$ 19,000

The following table summarizes the assumptions used with the Black-Scholes valuation model for the determination of the share based compensation for the stock options granted and/or vested during the year ended December 31, 2012:

	Vesting of previously issued options	January 3, 2012	January 3, 2012	January 3, 2012	May 22, 2012	Totals
Number of options granted		550,000	200,000	300,000	300,000	1,350,000
Exercise price		C$1.05	C$1.05	C$1.05	C$0.30	
Risk-free interest rate		1.31%	1.31%	1.31%	1.43%	
Expected life (years)		5.0	5.0	5.0	5.0	
Expected volatility		98.14%	98.14%	98.14%	102.32%	
Expected dividends		-	-	-	-	
Forfeiture rate		-	-	-	-	
Vesting		Immediately	100% on September 12, 2012	20% immediately, 80% on first anniversary	immediately	
Fair value of grant		$ 420,000	$ 153,000	$ 229,000	$ 67,000	$ 869,000
Share based compensation	$ 485,000	$ 420,000	$ 153,000	$ 46,000	$ 67,000	$1,171,000

Volatility for all option grants has been calculated using the Company's historical information.

The weighted average grant-date fair value of options granted during the six month period ended June 30, 2013 was $Nil (Year ended December 31, 2012 – $0.64) per option issued.

14. Reserve for share based payments

A summary of the changes in the Company's reserve for share based payments for the six month period ended June 30, 2013 and year ended December 31, 2012 is set out below:

	June 30, 2013	December 31, 2012
	Amount	Amount
	$	$
Balance at beginning of period/year	**17,543,562**	16,376,734
Share based compensation	**19,000**	1,171,000
Reserve transferred on exercise of options	**-**	(4,172)
Balance at end of period/year	**$ 17,562,562**	$ 17,543,562

15. Commitments and Contingencies

The Company has entered into agreements for operating leases and service contracts. The future minimum lease payments, consultancy commitments and contract commitments over the next five years are as follows:

Fiscal Year Ended December 31,	**$**
2013	**223,000**
2014	**147,000**
2015	**147,000**
2016	**134,000**

Operating Leases

The Company has operating leases related primarily to obligations associated with office facilities.

16. Segmented information

Operating Segments

At June 30, 2013, the Company's operations comprised a single reporting operating segment engaged in petroleum and natural gas exploration in Guyana. The Company's corporate division only earns revenues that are considered incidental to the activities of the Company and therefore does not meet the definition of an operating segment as defined in IFRS 8 *'Operating Segments'*. As the operations comprise a single reporting segment, amounts disclosed in the consolidated financial statements also represent operating segment amounts.

An operating segment is defined as a component of the Company:

- that engages in business activities from which it may earn revenues and incur expenses;
- whose operating results are reviewed regularly by the entity's chief operating decision maker; and
- for which discrete financial information is available.

Geographic Segments

The Company currently has one reportable segment as at June 30, 2013 and December 31, 2012, being the exploration, development and production of petroleum and natural gas in Guyana.

16. Segmented Information *(continued)*

The following is a detailed breakdown of the Company's assets by geographical location:

As at,	June 30, 2013	December 31, 2012
Identifiable assets		
Canada	**15,140,473**	4,897,244
Guyana	**43,442,413**	41,670,881
	58,582,886	46,568,125

17. Subsequent Events

Share Consolidation

At the Company's Annual and Special Meeting of shareholders on June 26, 2013, the shareholders approved a consolidation of its issued and outstanding common shares, warrants and options on a basis of 10 pre-consolidated shares, warrants or options for each post-consolidation share, warrant or option. Subsequent to quarter end, on July 11, 2013, the Company filed articles of amendment to complete this consolidation. Earnings per share figures for all periods presented have been adjusted to reflect this share consolidation.

Dissolution of 1524555 Alberta Ltd.

Effective on July 3, 2013, the Company voluntarily dissolved 1524555 Alberta Ltd. This subsidiary was no longer carrying out business and at the time of dissolution had no assets or liabilities.