



MANAGEMENT'S DISCUSSION AND ANALYSIS

First Quarter 2024

MANAGEMENT'S DISCUSSION AND ANALYSIS

The following management's discussion and analysis ("**MD&A**") of financial condition and results of operations for Whitecap Resources Inc. (the "**Company**" or "**Whitecap**") is dated April 23, 2024 and should be read in conjunction with the Company's unaudited interim consolidated financial statements and related notes for the period ended March 31, 2024, as well as the audited annual consolidated financial statements and related notes for the year ended December 31, 2023. The unaudited interim consolidated financial statements have been prepared in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board ("**IFRS Accounting Standards**"), specifically International Accounting Standard ("**IAS**") 34, *Interim Financial Reporting*, in Canadian dollars, except where indicated otherwise. Accounting policies adopted by the Company are set out in the notes to the audited annual consolidated financial statements for the year ended December 31, 2023 and Note 3 of the unaudited interim consolidated financial statements for the period ended March 31, 2024. The unaudited interim consolidated financial statements of Whitecap have been prepared by management and approved by the Company's Board of Directors. This MD&A should also be read in conjunction with Whitecap's disclosures under "Advisories" below. Additional information respecting Whitecap is available on the SEDAR+ website (www.sedarplus.ca) and on our website (www.wcap.ca).

DESCRIPTION OF BUSINESS

Whitecap is a Calgary based oil and gas company that is engaged in the business of acquiring, developing and holding interests in petroleum and natural gas properties and assets. Whitecap's common shares are traded on the Toronto Stock Exchange ("**TSX**") under the symbol WCP.

2023 STRATEGIC ACQUISITIONS AND DISPOSITIONS

Non-core Asset Dispositions

In the first quarter of 2023, the Company closed the dispositions of non-core assets for total net consideration of \$389.5 million. These assets were previously classified as held for sale at December 31, 2022 and upon closing of the transactions, a net gain on asset disposition of \$68.7 million was recorded as the proceeds less cost of disposal exceeded their carrying amount.

Western Saskatchewan Asset Acquisition

On December 11, 2023, the Company closed the acquisition of assets in the Western Saskatchewan CGU for cash consideration of \$159.7 million.

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2024 FIRST QUARTER FINANCIAL AND OPERATIONAL RESULTS

Production

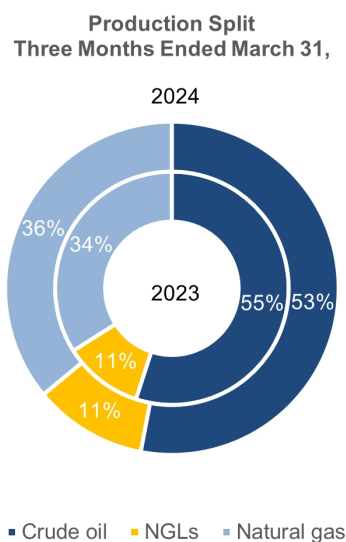
Whitecap's average production volumes and commodity splits were as follows:

	2024	Three months ended March 31, 2023
Crude oil (bbls/d) ⁽¹⁾	88,807	86,276
NGLs (bbls/d) ⁽¹⁾	19,403	16,655
Natural gas (Mcf/d) ⁽¹⁾	368,701	313,159
Total (boe/d) ⁽²⁾	169,660	155,124

⁽¹⁾ "Crude oil" refers to light and medium crude oil, tight oil, and condensate combined. "NGLs" refers to ethane, propane, butane and pentane combined. "Natural gas" refers to conventional natural gas and shale gas combined. For further breakdown of crude oil and natural gas production volumes refer to the "Product Type Information" section of this MD&A.

⁽²⁾ Disclosure of production on a per boe basis in this MD&A consists of the constituent product types and their respective quantities disclosed in the "Product Type Information" section of this MD&A. Also refer to the "Boe Presentation" section of this MD&A.

Exhibit 1



Average production volumes increased to 169,660 boe/d in the first quarter of 2024 compared to 155,124 boe/d in the first quarter of 2023. The increase in production for the three months ended March 31, 2024 was primarily due to the Company's ongoing successful drilling program and the acquisition of assets in the Western Saskatchewan CGU in the fourth quarter of 2023, partially offset by the disposition of non-core assets in the first quarter of 2023 and natural declines.

Crude oil and NGLs weighting decreased to 64 percent in the first quarter of 2024 compared to 66 percent in the first quarter of 2023. The decrease is primarily due to development of properties in the West division, which have a higher natural gas weighting.

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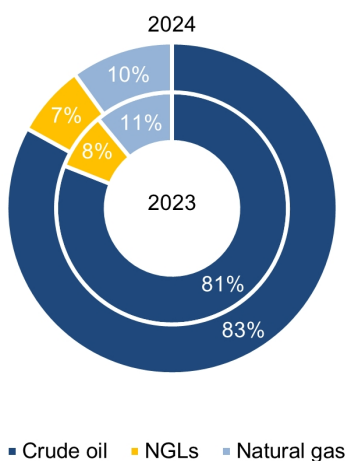
Petroleum and Natural Gas Sales

A breakdown of petroleum and natural gas sales is as follows:

(\$ millions)	Three months ended	
	2024	March 31, 2023
Crude oil	719.4	712.3
NGLs	61.4	71.2
Natural gas	87.5	100.2
Petroleum and natural gas revenues	868.3	883.7
Tariffs	(6.8)	(7.6)
Processing & other income	12.0	11.8
Marketing revenues	59.8	64.7
Petroleum and natural gas sales	933.3	952.6

Exhibit 2

Petroleum and Natural Gas Revenues
Three Months Ended March 31,



Petroleum and natural gas revenues in the first quarter of 2024 decreased two percent to \$868.3 million from \$883.7 million in the first quarter of 2023. The decrease of \$15.4 million consists of \$66.4 million attributed to lower realized prices, partially offset by \$51.0 million attributed to higher production volumes.

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Benchmark and Realized Prices

Average benchmark and realized prices were as follows:

	2024	Three months ended March 31, 2023
Average benchmark prices		
WTI (US\$/bbl) ⁽¹⁾	76.96	76.13
Exchange rate (US\$/C\$)	1.35	1.35
WTI (C\$/bbl)	103.81	102.90
MSW Par at Edmonton (\$/bbl) ⁽²⁾	92.21	99.31
Fosterton Par at Regina (\$/bbl)	80.94	72.35
Midale Par at Cromer (\$/bbl)	93.15	93.89
LSB Par at Cromer (\$/bbl) ⁽³⁾	91.90	96.65
AECO natural gas (\$/Mcf) ⁽⁴⁾	2.50	3.22
Average realized prices ⁽⁵⁾		
Crude oil (\$/bbl) ⁽⁶⁾	89.02	91.73
NGLs (\$/bbl) ⁽⁶⁾	34.77	47.50
Natural gas (\$/Mcf) ⁽⁶⁾	2.61	3.56
Petroleum and natural gas revenues (\$/boe) ⁽⁶⁾	56.24	63.30

⁽¹⁾ WTI represents the calendar month average of West Texas Intermediate oil.

⁽²⁾ Mixed Sweet Blend ("MSW").

⁽³⁾ Light Sour Blend ("LSB").

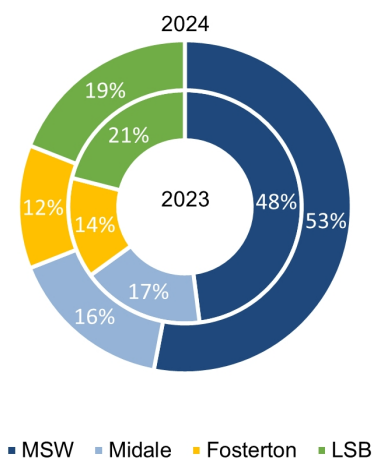
⁽⁴⁾ AECO represents the AECO 5A Daily Index price.

⁽⁵⁾ Prior to the impact of risk management activities and tariffs.

⁽⁶⁾ Supplementary financial measure. Refer to the "Supplementary Financial Measures" section of this MD&A for more information.

Exhibit 3

Crude Oil Sales by Index
Three Months Ended March 31,



Whitecap's weighted average realized price prior to the impact of risk management activities and tariffs decreased 11 percent to \$56.24 per boe in the first quarter of 2024 compared to \$63.30 per boe in the first quarter of 2023.

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Crude Oil

The WTI price remained consistent at US\$76.96 per barrel in the first quarter of 2024 compared to US\$76.13 per barrel in the first quarter of 2023.

West Division

Northern Alberta & British Columbia

The Company's realized crude oil prices in Northern Alberta & British Columbia are based on the MSW par at Edmonton. The MSW par oil price decreased by seven percent to average \$92.21 per barrel in the first quarter of 2024 compared to \$99.31 per barrel in the first quarter of 2023. The decrease is primarily due to increased pipeline apportionment in the Western Canadian Sedimentary Basin which weakened the differential.

East Division

Central Alberta

The Company's realized crude oil prices in Central Alberta are based on the MSW par at Edmonton, discussed above.

Western Saskatchewan

The Company's realized crude oil prices in West Central Saskatchewan are based on the MSW par at Edmonton, discussed above.

The Company's realized crude oil prices in Southwest Saskatchewan are based on the Fosterton par price at Regina. The Fosterton par price increased 12 percent to average \$80.94 per barrel in the first quarter of 2024 compared to \$72.35 per barrel in the first quarter of 2023. The increase is primarily due to an improvement in the underlying Western Canadian Select ("WCS") differential in the first quarter of 2024 compared to the first quarter of 2023. The first quarter of 2023 was impacted by unplanned outages in refineries in the United States Gulf Coast which increased supply and weakened the WCS differential.

Eastern Saskatchewan

The Company's realized crude oil prices in Weyburn are based on the Midale par price at Cromer. The Midale par price remained consistent at \$93.15 per barrel in the first quarter of 2024 compared to \$93.89 per barrel in the first quarter of 2023.

The Company's realized crude oil prices in South-Central Saskatchewan and Southeast Saskatchewan are based on the LSB par price at Cromer. The LSB oil price decreased five percent to average \$91.90 per barrel in the first quarter of 2024 compared to \$96.65 per barrel in the first quarter of 2023. The decrease is primarily due to increased light crude supply across the Western Canadian Sedimentary Basin which weakened the differential.

Natural Gas Liquids

The natural gas liquids realized price decreased 27 percent to average \$34.77 per barrel in the first quarter of 2024 compared to \$47.50 per barrel in the first quarter of 2023. The decrease in the three months ended March 31, 2024 is primarily due to high North American butane and propane inventory levels compared to the same period in 2023.

Natural Gas

The AECO daily spot price decreased 22 percent to average \$2.50 per Mcf in the first quarter of 2024 compared to an average of \$3.22 per Mcf in the first quarter of 2023. The decrease in the three months ended March 31, 2024 is primarily due to lower demand as a result of mild weather during the winter period and higher production in Canada and the United States resulting in higher seasonal storage levels compared to the same period in 2023.

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Risk Management

Whitecap maintains an ongoing risk management program to reduce the volatility of revenues in order to fund capital expenditures and pay cash dividends to shareholders.

The Company incurred a realized gain of \$5.6 million on its commodity risk management contracts for the three months ended March 31, 2024.

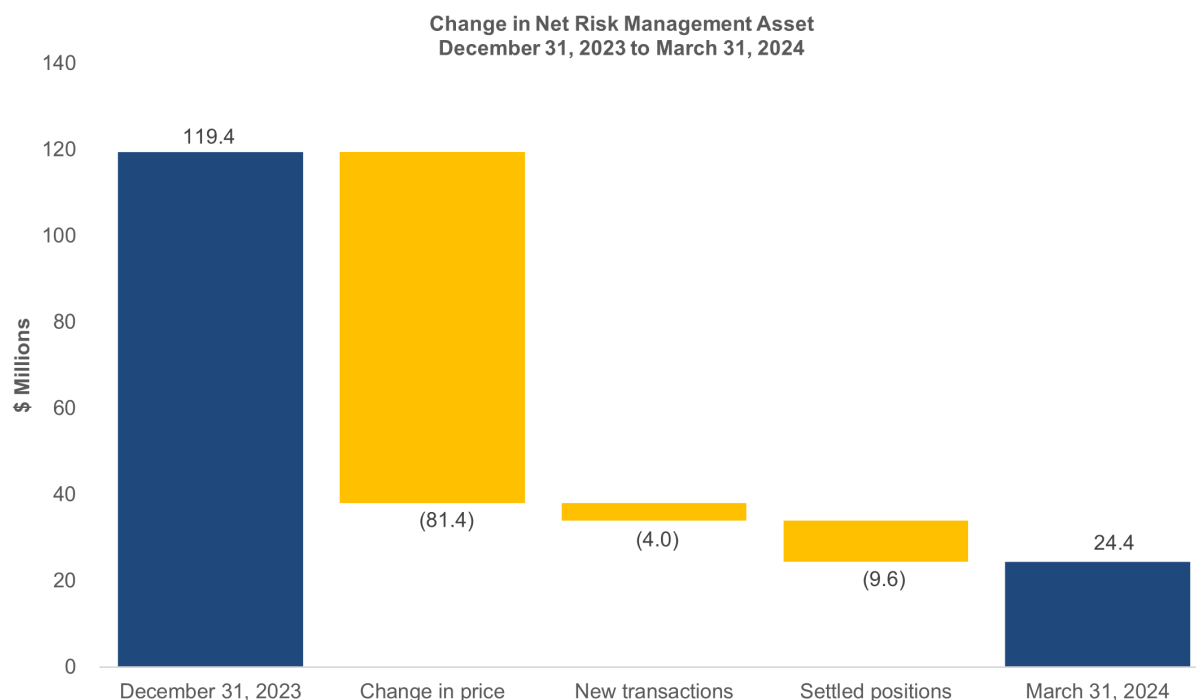
The unrealized gains and losses are a result of the non-cash change in the mark-to-market values period over period. The significant assumptions made in determining the fair value of financial instruments are disclosed in Note 4 to the Company's unaudited interim consolidated financial statements for the three months ended March 31, 2024.

	Three months ended	
	2024	March 31, 2023
Risk Management Contracts (\$ millions)		
Realized gain on commodity contracts	5.6	9.1
Unrealized (loss) gain on commodity contracts	(92.3)	41.3
Net (loss) gain on commodity contracts	(86.7)	50.4
Realized gain on interest rate contracts ⁽¹⁾	4.0	3.4
Unrealized loss on interest rate contracts ⁽¹⁾	(2.7)	(3.9)
Realized gain on equity contracts ⁽²⁾	-	3.0
Unrealized loss on equity contracts ⁽²⁾	-	(3.0)
Net (loss) gain on risk management contracts	(85.4)	49.9

⁽¹⁾ The gains (losses) on interest rate risk management contracts are included in interest and financing expenses.

⁽²⁾ The gains (losses) on equity contracts are included in stock-based compensation expenses.

Exhibit 4



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At March 31, 2024, the following risk management contracts were outstanding with an asset fair market value of \$40.8 million and a liability fair market value of \$16.4 million:

WTI Crude Oil Derivative Contracts

Type	Remaining Term	Volume (bbls/d)	Bought Put Price (C\$/bbl) ⁽¹⁾	Sold Call Price (C\$/bbl) ⁽¹⁾	Swap Price (C\$/bbl) ⁽¹⁾
Swap	Apr - Jun 2024	4,000			99.26
Swap	Apr - Dec 2024	6,000			110.13
Swap	Jul - Dec 2024	3,000			98.33
Swap	Jan - Jun 2025	3,000			102.18
Swap	Jul - Dec 2025	1,000			100.05
Swap	Jan - Dec 2025	8,000			99.73
Collar	Apr - Dec 2024	5,000	82.00	116.98	

⁽¹⁾ Prices reported are the weighted average prices for the period.

Natural Gas Derivative Contracts

Type	Remaining Term	Volume (GJ/d)	Swap Price (C\$/GJ) ⁽¹⁾
Swap	Apr - Oct 2024	25,000	2.56
Swap	Apr - Dec 2024	27,000	3.11
Swap	Apr 2024 - Dec 2025	10,000	3.30
Swap	Nov 2024 - Mar 2025	10,000	3.58
Swap	Jan - Dec 2025	60,000	3.39

⁽¹⁾ Prices reported are the weighted average prices for the period.

Power Derivative Contracts

Type	Remaining Term	Volume (MWh)	Fixed Rate (\$/MWh) ⁽¹⁾
Swap	Apr - Dec 2024	66,002	107.00
Swap	Jan - Dec 2025	43,800	71.75

⁽¹⁾ Prices reported are the weighted average prices for the period.

Interest Rate Contracts

Type	Term	Amount (\$ millions)	Fixed Rate (%) ⁽¹⁾	Index ⁽²⁾	
Swap	Aug 6, 2019	Aug 6, 2024	200.0	1.5540	CDOR
Swap	May 5, 2021	May 5, 2025	200.0	1.2315	CDOR

⁽¹⁾ Rates reported are the weighted average rates for the period.

⁽²⁾ Canadian Dollar Offered Rate ("CDOR").

Contracts entered into subsequent to March 31, 2024

WTI Crude Oil Derivative Contracts

Type	Remaining Term	Volume (bbls/d)	Swap Price (C\$/bbl) ⁽¹⁾
Swap	Jan - Jun 2025	5,000	105.71
Swap	Jan - Dec 2025	1,000	100.15

⁽¹⁾ Prices reported are the weighted average prices for the period.

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Natural Gas Derivative Contracts

Type	Remaining Term	Volume (GJs/d)	Swap Price (C\$/GJ) ⁽¹⁾
Swap	Jan - Dec 2026	10,000	3.64

⁽¹⁾ Prices reported are the weighted average prices for the period.

Royalties

(\$ millions, except per boe amounts)	2024	Three months ended March 31, 2023
Royalties	145.6	160.7
As a % of petroleum and natural gas revenues ⁽¹⁾	16.8	18.2
\$ per boe ⁽¹⁾	9.43	11.51

⁽¹⁾ Supplementary financial measure. Refer to the "Supplementary Financial Measures" section of this MD&A for more information.

Royalties as a percentage of petroleum and natural gas revenues decreased to 16.8 percent in the first quarter of 2024 compared to 18.2 percent in the first quarter of 2023. The decrease in royalties as a percentage of petroleum and natural gas revenues in the three months ended March 31, 2024 is primarily attributable to new production in the West division which are subject to royalty holiday, and higher gas cost allowance credits in the first quarter of 2024 compared to the first quarter of 2023.

Whitecap pays royalties to the provincial governments and mineral owners in Alberta, Saskatchewan, Manitoba and British Columbia. Each province has separate royalty regimes which impact Whitecap's overall corporate royalty rate.

Operating Expenses

(\$ millions, except per boe amounts)	2024	Three months ended March 31, 2023
Operating expenses	220.3	195.1
\$ per boe ⁽¹⁾	14.27	13.97

⁽¹⁾ Supplementary financial measure. Refer to the "Supplementary Financial Measures" section of this MD&A for more information.

Operating expenses per boe in the first quarter of 2024 increased two percent to \$14.27 per boe compared to \$13.97 per boe in the first quarter of 2023. The increase is primarily due to higher treating, processing, and hauling costs associated with new production, partially offset by the impact of higher production volumes on fixed costs.

Transportation Expenses

(\$ millions, except per boe amounts)	2024	Three months ended March 31, 2023
Transportation expenses	31.8	29.8
\$ per boe ⁽¹⁾	2.06	2.13

⁽¹⁾ Supplementary financial measure. Refer to the "Supplementary Financial Measures" section of this MD&A for more information.

Transportation expenses per boe in the three months ended March 31, 2024 remained generally consistent compared to the same period in 2023.

Transportation expenses per boe will fluctuate quarterly based on pipeline connectivity or downtime, weather, shipper status and pipeline shipping arrangements. When Whitecap has shipper status, pipeline tariffs incurred by the Company are included in transportation expenses. When Whitecap does not have shipper status, pipeline tariffs incurred by commodity purchasers subsequent to the delivery of the Company's product are charged back to Whitecap and are netted against petroleum and natural gas sales.

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Marketing Revenues and Expenses

(\$ millions, except per boe amounts)	Three months ended	
	2024	March 31, 2023
Marketing revenues	59.8	64.7
\$ per boe ⁽¹⁾	3.87	4.63
Marketing expenses	59.3	64.2
\$ per boe ⁽¹⁾	3.84	4.60

⁽¹⁾ Supplementary financial measure. Refer to the "Supplementary Financial Measures" section of this MD&A for more information.

Marketing revenues and expenses per boe in the first quarter of 2024 decreased 16 percent and 17 percent, respectively, compared to the first quarter of 2023. The decrease in marketing revenues and expenses are attributable to lower pricing and volumes related to purchases of third-party volumes for resale and blending activities. Marketing activities will fluctuate and may occur when there is a sufficiently large variance between crude oil sales stream prices and where there is both sufficient facility and pipeline capacity.

Operating Netbacks

The components of operating netbacks are shown below:

Operating Netbacks (\$ millions)	Three months ended	
	2024	March 31, 2023
Petroleum and natural gas revenues	868.3	883.7
Tariffs	(6.8)	(7.6)
Processing & other income	12.0	11.8
Marketing revenues	59.8	64.7
Petroleum and natural gas sales	933.3	952.6
Realized gain on commodity contracts	5.6	9.1
Royalties	(145.6)	(160.7)
Operating expenses	(220.3)	(195.1)
Transportation expenses	(31.8)	(29.8)
Marketing expenses	(59.3)	(64.2)
Operating netbacks ⁽¹⁾	481.9	511.9

⁽¹⁾ "Operating netback" is a non-GAAP financial measure determined by adding marketing revenues and processing & other income, deducting realized losses on commodity risk management contracts or adding realized gains on commodity risk management contracts and deducting tariffs, royalties, operating expenses, transportation expenses and marketing expenses from petroleum and natural gas revenues. The most directly comparable financial measure to operating netback disclosed in the primary financial statements is petroleum and natural gas sales. Operating netback is a measure used in operational and capital allocation decisions. Operating netback is not a standardized financial measure under IFRS Accounting Standards and, therefore, may not be comparable with the calculation of similar financial measures disclosed by other entities.

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The components of operating netbacks per boe are shown below:

	Three months ended March 31,	
Operating Netbacks (\$ per boe)	2024	2023
Petroleum and natural gas revenues ⁽¹⁾	56.24	63.30
Tariffs ⁽¹⁾	(0.44)	(0.54)
Processing & other income ⁽¹⁾	0.78	0.85
Marketing revenues ⁽¹⁾	3.87	4.63
Petroleum and natural gas sales ⁽¹⁾	60.45	68.24
Realized gain on commodity contracts ⁽¹⁾	0.36	0.65
Royalties ⁽¹⁾	(9.43)	(11.51)
Operating expenses ⁽¹⁾	(14.27)	(13.97)
Transportation expenses ⁽¹⁾	(2.06)	(2.13)
Marketing expenses ⁽¹⁾	(3.84)	(4.60)
Operating netbacks ⁽²⁾	31.21	36.68

⁽¹⁾ Supplementary financial measure. Refer to the "Supplementary Financial Measures" section of this MD&A for more information.

⁽²⁾ "Operating netback per boe" is a non-GAAP ratio calculated by dividing operating netbacks by the total production for the period. Operating netback is a non-GAAP financial measure component of operating netback per boe. Operating netback per boe is not a standardized financial measure under IFRS Accounting Standards and, therefore, may not be comparable with the calculation of similar financial measures disclosed by other entities. Presenting operating netback on a per boe basis allows management to better analyze performance against prior periods on a comparable basis.

General and Administrative Expenses

	Three months ended March 31,	
(\$ millions, except per boe amounts)	2024	2023
Gross G&A costs	28.9	26.3
Recoveries	(6.6)	(6.1)
Capitalized G&A	(6.9)	(6.3)
G&A expenses	15.4	13.9
\$ per boe ⁽¹⁾	1.00	1.00

⁽¹⁾ Supplementary financial measure. Refer to the "Supplementary Financial Measures" section of this MD&A for more information.

General and administrative ("**G&A**") expenses per boe in the three months ended March 31, 2024 remained consistent compared to the same period in 2023.

The increase in gross G&A costs in the three months ended March 31, 2024 compared to the same period in 2023 is primarily due to additional personnel and office related expenses as a result of the Company's growth year over year.

Recoveries and Capitalized G&A remained consistent in the three months ended March 31, 2024 compared to the same period in 2023.

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Stock-based Compensation Expense

(\$ millions, except per boe amounts)	Three months ended	
		March 31,
	2024	2023
Stock-based compensation	19.3	16.8
Realized gain on equity contracts	-	(3.0)
Unrealized loss on equity contracts	-	3.0
Capitalized stock-based compensation	(3.6)	(3.3)
Stock-based compensation expenses	15.7	13.5
\$ per boe ⁽¹⁾	1.02	0.97

⁽¹⁾ Supplementary financial measure. Refer to the "Supplementary Financial Measures" section of this MD&A for more information.

In the three months ended March 31, 2024, the Company recorded stock-based compensation of \$19.3 million compared to \$16.8 million in the three months ended March 31, 2023. The increase in stock-based compensation and capitalized stock-based compensation is primarily due to a share price increase the first quarter of 2024 compared to a share price decrease in the first quarter of 2023.

Stock-based compensation will fluctuate with changes to the expected payout multipliers associated with the performance awards, vesting of existing grants, additional grants under the Award Incentive Plan, as well as changes in fair value for awards that are accounted for as cash-settled.

No equity contracts were outstanding in the three months ended March 31, 2024 resulting in no realized or unrealized gain or loss on equity contracts in the first quarter of 2024.

Award Incentive Plan

The Award Incentive Plan has time-based awards and performance awards which may be granted to directors, officers, employees of the Company and other service providers. Independent outside directors receive only time-based awards as long-term compensation. At March 31, 2024, the maximum number of common shares issuable under the plan shall not at any time exceed 3.755 percent of the total common shares outstanding. Vesting is determined by the Company's Board of Directors. Time-based awards and performance awards issued to employees of the Company and independent outside directors have vesting periods ranging from 1 to 3 years. A copy of the Company's Award Incentive Plan may be accessed through the SEDAR+ website (www.sedarplus.ca).

Each time-based award may, in the Company's sole discretion, entitle the holder to be issued the number of common shares designated in the time-based award plus dividend equivalents or payment in cash. Decisions regarding settlement method for insider and non-insider awards are mutually exclusive. Awards granted to insiders are currently accounted for as cash-settled, and awards granted to non-insiders are currently accounted for as equity-settled. Performance awards are also subject to a performance multiplier. This multiplier, ranging from zero to two, will be applied on vesting and is dependent on the performance of the Company relative to predefined corporate performance measures set by the Board of Directors for the associated period.

A forfeiture rate is estimated on the grant date and is adjusted to reflect the actual number of awards that vest. Based on the terms of the Award Incentive Plan, the fair value of share awards is equal to the underlying share price on grant date. The fair value of awards that are accounted for as cash-settled transactions are subsequently adjusted to the underlying share price at each period end. Performance awards are also adjusted by an estimated payout multiplier. The resulting stock-based compensation expense is recognized on a straight-line basis over the vesting period, with a corresponding increase to contributed surplus in the case of awards accounted for as equity-settled, or share awards liability in the case of awards accounted for as cash-settled. Upon the vesting of the awards that are accounted for as equity-settled, the associated amount in contributed surplus is recorded as an increase to share capital. At March 31, 2024, the Company had 6.3 million awards outstanding.

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Interest and Financing Expenses

		Three months ended March 31,
(\$ millions, except per boe amounts)	2024	2023
Interest	23.4	24.3
Realized gain on interest rate contracts	(4.0)	(3.4)
Unrealized loss on interest rate contracts	2.7	3.9
Interest and financing expenses	22.1	24.8
\$ per boe ⁽¹⁾	1.43	1.78

⁽¹⁾ Supplementary financial measure. Refer to the "Supplementary Financial Measures" section of this MD&A for more information.

The decrease in interest in the first quarter of 2024 is primarily due to lower average debt levels compared to the first quarter of 2023, partially offset by higher interest rates.

Realized gain in the three months ended March 31, 2024 is primarily due to higher fair value of interest rate contracts at the time of settlement compared to the same period in 2023. Unrealized loss in the three months ended March 31, 2024 is primarily due to the settlement of interest rate contracts.

Depletion, Depreciation and Amortization

		Three months ended March 31,
(\$ millions, except per boe amounts)	2024	2023
Depletion, depreciation and amortization	237.3	215.6
\$ per boe ⁽¹⁾	15.37	15.44

⁽¹⁾ Supplementary financial measure. Refer to the "Supplementary Financial Measures" section of this MD&A for more information.

Depletion, depreciation, and amortization ("**DD&A**") per boe for the three months ended March 31, 2024 remained consistent compared to the same period in 2023.

DD&A per boe will fluctuate from one period to the next depending on the amount and type of capital spending, changes in decommissioning asset, the recognition or reversal of impairments, the amount of reserve changes, and production volumes. The depletion rates are calculated on proved and probable oil and natural gas reserves, taking into account the future development costs to produce the reserves.

Income Taxes

		Three months ended March 31,
(\$ millions)	2024	2023
Current income tax expense	38.7	13.0
Deferred income tax (recovery) expense	(18.9)	73.8

Current Income Tax

For the three months ended March 31, 2024, the Company recognized current income tax expense of \$38.7 million compared to current income tax expense of \$13.0 million for the same period in 2023. The increase in current income tax expense is primarily due to lower allowable tax pool deductions compared to the same period in 2023.

Deferred Income Tax

For the three months ended March 31, 2024, the Company recognized deferred income tax recovery of \$18.9 million compared to deferred income tax expense of \$73.8 million for the same period in 2023. Deferred income tax recovery in the three months ended March 31, 2024 is primarily due to lower net income compared to the same period in 2023, and higher current income tax expense recognized in the first quarter of 2024 compared to the first quarter of 2023.

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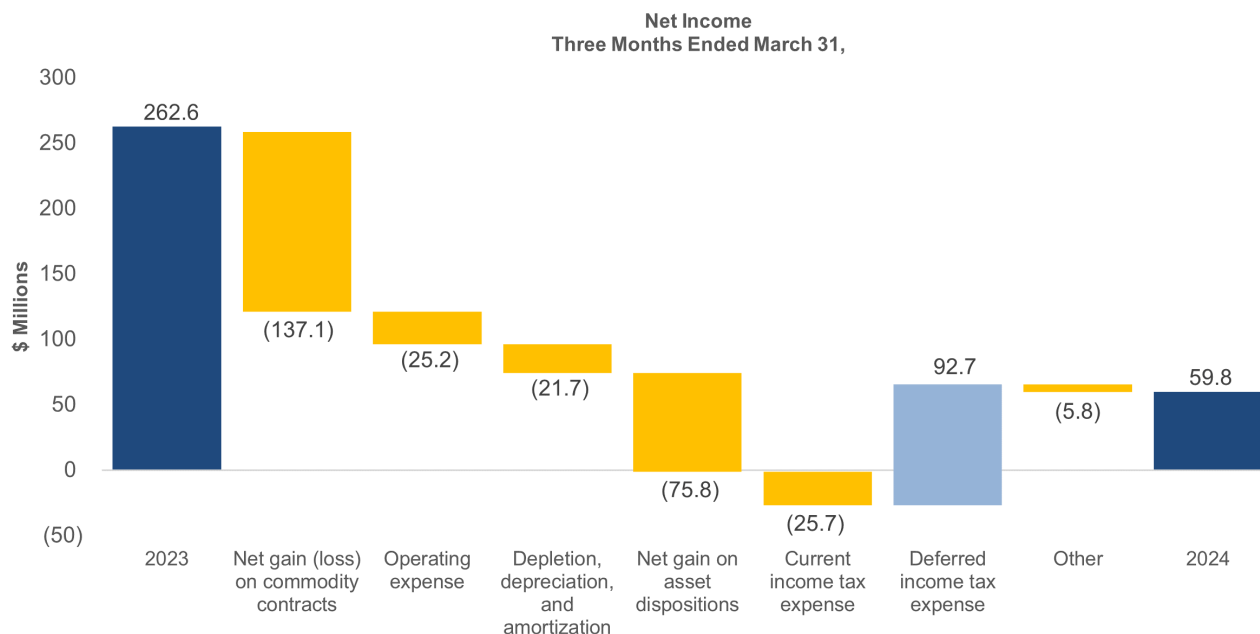
Reassessments

In 2023, Whitecap received reassessments from the Canada Revenue Agency ("**CRA**") and the Alberta Tax and Revenue Administration ("**ATRA**") for a former subsidiary that deny non-capital loss deductions relevant to the calculation of income taxes for the years 2018 and 2019. In 2023, Whitecap filed a notice of objection for each CRA and ATRA reassessment and subsequently filed an appeal directly to the Tax Court of Canada. There has been no change in the status of these reassessments since the appeal to the Tax Court of Canada was filed. Whitecap remains confident in the appropriateness of its tax filing position and intends to vigorously defend it.

Net Income and Other Comprehensive Income

For the three months ended March 31, 2024, the Company recognized net income of \$59.8 million compared to net income of \$262.6 million for the same period in 2023. The following changes impacted the net income:

Exhibit 5



The factors causing these changes are discussed in the preceding sections.

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Cash Flow from Operating Activities, Funds Flow, and Free Funds Flow

The following table reconciles cash flow from operating activities to funds flow and free funds flow:

(\$ millions, except per share amounts)	Three months ended	
	2024	March 31, 2023
Cash flow from operating activities	352.5	468.6
Net change in non-cash working capital items	31.5	(20.6)
Funds flow ⁽¹⁾	384.0	448.0
Expenditures on PP&E	393.2	253.6
Free funds flow ⁽²⁾	(9.2)	194.4
Dividends declared	109.1	87.7
Share repurchases	-	33.0
Funds flow per share, basic ⁽¹⁾	0.64	0.74
Funds flow per share, diluted ⁽¹⁾	0.64	0.73
Dividends declared per share	0.18	0.15

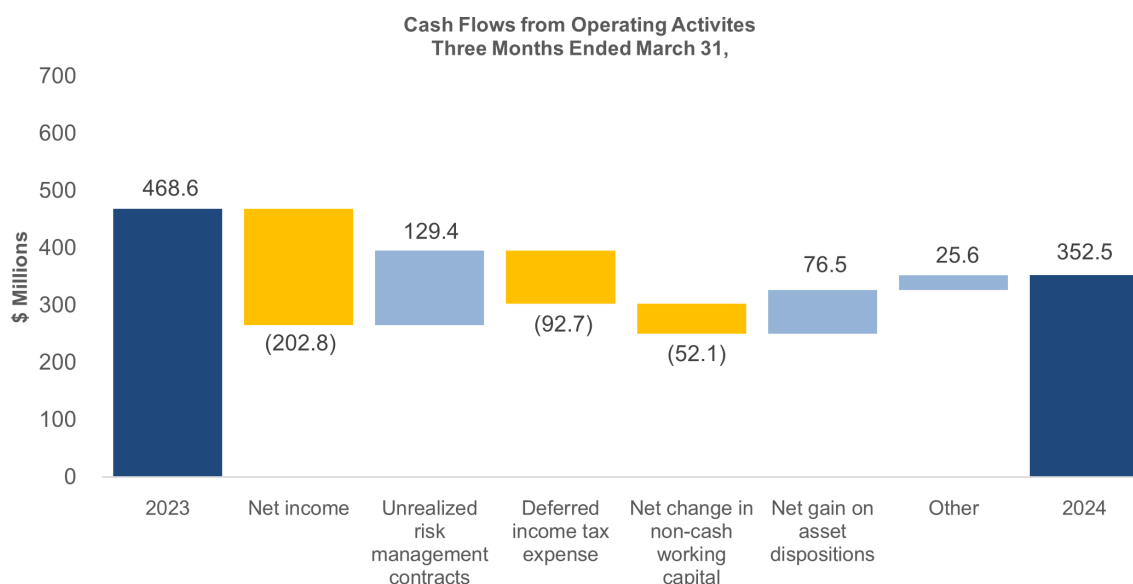
(1) **"Funds flow", "funds flow per share, basic" and "funds flow per share, diluted"** are capital management measures and are key measures of operating performance as they demonstrate Whitecap's ability to generate the cash necessary to pay dividends, repay debt, make capital investments, and/or to repurchase common shares under the Company's normal course issuer bid ("**NCIB**"). Management believes that by excluding the temporary impact of changes in non-cash operating working capital, funds flow, funds flow per share, basic and funds flow per share, diluted provide useful measures of Whitecap's ability to generate cash that are not subject to short-term movements in non-cash operating working capital. Whitecap reports funds flow in total and on a per share basis (basic and diluted), which is calculated by dividing funds flow by the weighted average number of shares (basic and diluted) outstanding for the relevant period. See Note 5(e)(ii) "Capital Management – Funds Flow" in the Company's unaudited interim consolidated financial statements for the three months ended March 31, 2024 for a detailed calculation.

(2) **"Free funds flow"** is a non-GAAP financial measure calculated as funds flow less expenditures on PP&E. Management believes that free funds flow provides a useful measure of Whitecap's ability to increase returns to shareholders and to grow the Company's business. Free funds flow is not a standardized financial measure under IFRS Accounting Standards and, therefore, may not be comparable with the calculation of similar financial measures disclosed by other entities. The most directly comparable financial measure to free funds flow disclosed in the primary financial statements is cash flow from operating activities.

Dividends are only declared once they are approved by the Company's Board of Directors. The Board of Directors reviews Whitecap's dividend payment on a monthly basis.

Cash flow from operating activities for the three months ended March 31, 2024 was \$352.5 million compared to \$468.6 million for the same period in 2023. The following changes impacted cash flow from operating activities:

Exhibit 6



MANAGEMENT'S DISCUSSION AND ANALYSIS

Funds flow for the three months ended March 31, 2024 was \$384.0 million compared to \$448.0 million for the same period in 2023. The decrease is primarily due to lower commodity prices, partially offset by higher production volumes in the three months ended March 31, 2024 compared to the same period in 2023.

Free funds flow for the three months ended March 31, 2024 was \$(9.2) million compared to \$194.4 million for the same period in 2023. The decrease in free funds flow is primarily attributed to lower funds flow and higher capital expenditures in the three months ended March 31, 2024 compared to the same period in 2023.

Expenditures on Property, Plant and Equipment

(\$ millions)	Three months ended	
	2024	March 31, 2023
Land and geological	2.6	2.0
Drilling and completions	314.0	205.9
Investment in facilities	68.6	39.4
Capitalized administration	6.9	6.3
Corporate and other assets	1.1	-
Expenditures on property, plant and equipment	393.2	253.6

For the three months ended March 31, 2024, expenditures on property, plant and equipment totaled \$393.2 million with 97 percent spent on drilling, completions, and facilities.

For the three months ended March 31, 2024, Whitecap's drilling activity was as follows:

	Three months ended	
	Gross	March 31, 2024 Net
East Division	85	77.8
West Division	11	10.6
Total	96	88.4

For the three months ended March 31, 2023, Whitecap's drilling activity was as follows:

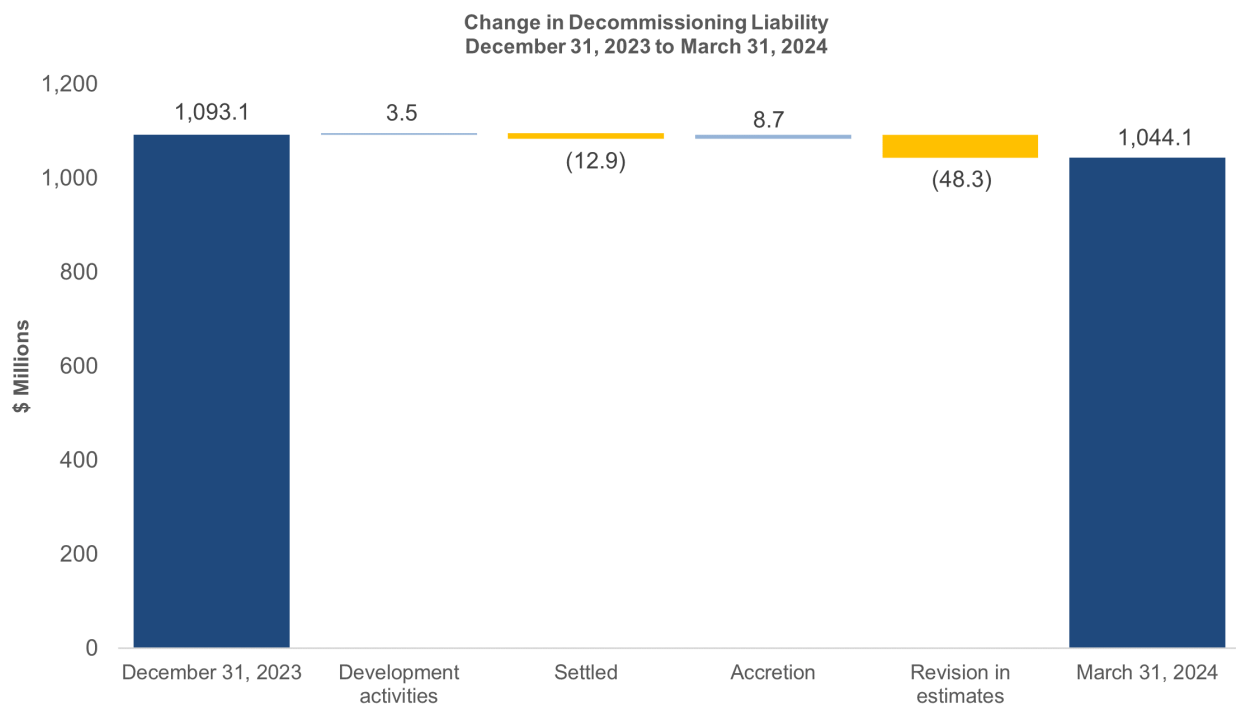
	Three months ended	
	Gross	March 31, 2023 Net
East Division	63	56.6
West Division	6	4.2
Total	69	60.8

MANAGEMENT'S DISCUSSION AND ANALYSIS

Decommissioning Liability

At March 31, 2024, the Company's decommissioning liability balance was \$1.0 billion (\$1.1 billion at December 31, 2023) for future abandonment and reclamation of the Company's properties. The decrease in the decommissioning liability at March 31, 2024 compared to December 31, 2023 is primarily attributed to the increase in the risk-free rate from 3.0 percent at December 31, 2023 to 3.3 percent at March 31, 2024. Estimates are based on both operational knowledge of the properties and updated industry guidance provided by the Alberta Energy Regulator, the Saskatchewan Ministry of the Economy and the BC Energy Regulator. The estimates are reviewed quarterly and adjusted as new information regarding the liability is determined.

Exhibit 7



Capital Resources and Liquidity

At March 31, 2024, the Company had a total credit capacity of \$3.1 billion which consisted of a \$2.0 billion credit facility, a \$705 million term loan facility, and \$395 million in senior secured notes.

Credit Facility

At March 31, 2024, the Company had a \$2.0 billion credit facility with a syndicate of banks. The credit facility consists of a \$1.93 billion revolving syndicated facility and a \$75.0 million revolving operating facility, with a maturity date of May 31, 2026. At March 31, 2024, the amount drawn on the credit facilities was \$0.3 billion. Prior to any anniversary date, being May 31 of each year, Whitecap may request an extension of the then current maturity date, subject to approval by the banks. Following the granting of such extension, the term to maturity of the credit facilities shall not exceed four years. The credit facility provides that advances may be made by way of direct advances, banker's acceptances or letters of credit/guarantees. The credit facility bears interest at the bank's prime lending or bankers' acceptance rates plus applicable margins. The applicable margin charged by the bank is dependent upon the Company's debt to earnings before interest, taxes, depreciation and amortization ("**EBITDA**") ratio for the most recent quarter. The bankers' acceptances bear interest at the applicable banker's acceptance rate plus an explicit stamping fee based upon the Company's debt to EBITDA ratio. The credit facilities are secured by a floating charge debenture on the assets of the Company.

MANAGEMENT'S DISCUSSION AND ANALYSIS

The following table lists Whitecap's financial covenants as at March 31, 2024:

Covenant Description		March 31, 2024
Debt to EBITDA ⁽¹⁾ ⁽²⁾	Maximum Ratio 4.00	0.73
EBITDA to interest expense ⁽¹⁾	Minimum Ratio 3.50	27.19

⁽¹⁾ The EBITDA used in the covenant calculation is adjusted for non-cash items, transaction costs and extraordinary and non-recurring items such as material acquisitions or dispositions.

⁽²⁾ The debt used in the covenant calculation includes bank indebtedness, senior secured notes, letters of credit, and dividends declared.

At March 31, 2024, the Company was compliant with all covenants provided for in the credit agreement. Copies of the Company's credit agreements and amendments may be accessed through the SEDAR+ website (www.sedarplus.ca).

Term Loan

At March 31, 2024, the Company had a \$705 million term loan facility that has a maturity date of May 31, 2026 and is repayable at any time with no penalty. At March 31, 2024, the amount of the term loan outstanding was \$705 million. The term loan provides that advances may be made by way of direct advances or banker's acceptances. The term loan bears interest at the bank's prime lending or bankers' acceptance rates plus applicable margins. The applicable margin charged by the bank is dependent upon the Company's debt to EBITDA ratio for the most recent quarter.

The term loan is subject to the same debt to EBITDA ratio and EBITDA to interest expense ratio described under the credit facility. At March 31, 2024, the Company was compliant with all covenants provided for in the term loan agreement. A copy of the Company's term loan agreement may be accessed through the SEDAR+ website (www.sedarplus.ca).

Senior Secured Notes

At March 31, 2024, the Company had issued \$395 million senior secured notes. The notes rank equally with Whitecap's obligations under its credit facility and term loan.

The terms, rates and principals of the Company's outstanding senior notes are detailed below:

(\$ millions)

Issue Date	Maturity Date	Coupon Rate	Principal
May 31, 2017	May 31, 2024	3.54%	200.0
December 20, 2017	December 20, 2026	3.90%	195.0
Balance at March 31, 2024			395.0

The Company has the right to roll over its senior notes maturing on May 31, 2024 into its existing credit facility. As none of the facilities mature within the next year, all liabilities related to the Company's debt are considered to be non-current.

The senior secured notes are subject to the same debt to EBITDA ratio and EBITDA to interest expense ratio described under the credit facility. At March 31, 2024, the Company was compliant with all covenants provided for in the note agreements. Copies of the Company's note agreements and amendments may be accessed through the SEDAR+ website (www.sedarplus.ca).

MANAGEMENT'S DISCUSSION AND ANALYSIS

Equity

On May 17, 2023, the Company announced the approval of its renewed NCIB by the TSX (the "**2023 NCIB**"). The 2023 NCIB allows the Company to purchase up to 59,724,590 common shares over a period of twelve months commencing on May 23, 2023.

On May 16, 2022, the Company announced the approval of its renewed NCIB by the TSX (the "**2022 NCIB**"). The 2022 NCIB allowed the Company to purchase up to 58,341,984 common shares over a period of twelve months commencing on May 21, 2022.

Purchases are made on the open market through the TSX or alternative platforms at the market price of such common shares. All common shares purchased under the NCIB are cancelled. The total cost paid, including commissions and fees, is first charged to share capital to the extent of the average carrying value of Whitecap's common shares and the excess is charged to retained earnings.

The following table summarizes the share repurchase activities during the periods:

(millions except per share amounts)	2024	Three months ended March 31, 2023
Shares repurchased	-	3.5
Average cost (\$/share)	-	9.56
Amounts charged to		
Share capital (\$)	-	27.6
Retained earnings (\$)	-	5.4
Share repurchase cost (\$)	-	33.0

The Company is authorized to issue an unlimited number of common shares without nominal or par value. The Company is also authorized to issue an unlimited number of preferred shares without nominal or par value provided that, if the authorized preferred shares are to be assigned voting or conversion rights, the number of preferred shares to be issued may not exceed twenty percent of the number of issued and outstanding common shares at the time of issuance of any such preferred shares. At April 23, 2024, there were 598.0 million common shares and 5.4 million share awards outstanding.

Liquidity

The Company generally relies on funds flow and its credit facility to fund its capital requirements, dividend payments and provide liquidity. From time to time, the Company accesses capital markets to meet its additional financing needs for acquisitions. Future liquidity depends primarily on funds flow, existing credit facilities and the ability to access debt and equity markets. All repayments on the revolving production and operating facilities are due at the term maturity date. The Company has the right to roll over its senior notes maturing on May 31, 2024 into its existing credit facility. As none of the facilities mature within the next year, all liabilities related to the Company's debt are considered to be non-current. At March 31, 2024, the Company had \$1.7 billion of unutilized credit to cover any working capital deficiencies. The Company believes that available credit facilities, combined with anticipated funds flow, will be sufficient to satisfy the remainder of Whitecap's 2024 development capital program and dividend payments for the 2024 fiscal year.

MANAGEMENT'S DISCUSSION AND ANALYSIS

Contractual Obligations

Whitecap has contractual obligations in the normal course of business which may include purchase of assets and services, operating agreements, transportation commitments, sales commitments, royalty obligations, lease rental obligations, employee agreements and debt. These obligations are of a recurring, consistent nature and impact Whitecap's cash flows in an ongoing manner.

The Company is committed to future payments under the following agreements:

(\$ millions)	2024	2025	2026	2027+	Total
Long-term debt ⁽¹⁾	206.9	7.6	1,200.1	-	1,414.6
Transportation agreements	100.3	112.3	94.9	805.5	1,113.0
CO ₂ purchase commitments	15.0	20.3	20.7	190.9	246.9
Lease liabilities ⁽¹⁾	6.9	8.9	7.7	29.0	52.5
Service agreements	3.8	4.9	4.9	23.4	37.0
Total	332.9	154.0	1,328.3	1,048.8	2,864.0

⁽¹⁾ These amounts include the notional principal and interest payments.

Related Party Transactions

The Company has retained the law firm of Burnet, Duckworth & Palmer LLP ("**BD&P**") to provide Whitecap with legal services. A director of Whitecap is a partner of this firm. During the three months ended March 31, 2024, the Company incurred \$0.4 million for legal fees and disbursements (\$0.5 million for the three months ended March 31, 2023). These amounts have been recorded at the amounts that have been agreed upon by the two parties. The Company expects to retain the services of BD&P from time to time. At March 31, 2024, the payable balance was \$0.1 million (\$0.1 million – March 31, 2023).

Changes in Accounting Policies Including Initial Adoption

There were no changes that had a material effect on the reported income or net assets of the Company.

Standards Issued but not yet Effective

There are no other standards or interpretations issued, but not yet adopted, that are anticipated to have a material effect on the reported net income or net assets of the Company.

Off Balance Sheet Arrangements

The Company does not have any special purpose entities nor is it party to any arrangements that would be excluded from the balance sheet other than commitments disclosed in Note 18 "Commitments" to the Company's unaudited interim consolidated financial statements for the three months ended March 31, 2024.

MANAGEMENT'S DISCUSSION AND ANALYSIS

Critical Accounting Estimates

Whitecap's financial and operating results may incorporate certain estimates including:

- estimated revenues, royalties and operating expenses on production as at a specific reporting date but for which actual revenues and expenses have not yet been received;
- estimated expenditures on property, plant and equipment on projects that are in progress;
- estimated depletion, depreciation, amortization and accretion that are based on estimates of oil and gas reserves that the Company expects to recover in the future, commodity prices, estimated future salvage values and estimated future capital costs;
- estimated fair values of derivative contracts that are subject to fluctuation depending upon the underlying commodity prices and foreign exchange rates;
- estimated value of decommissioning liabilities that are dependent upon estimates of future costs, timing of expenditures and the risk-free rate;
- estimated income and other tax liabilities requiring interpretation of complex laws and regulations. All tax filings are subject to audit and potential reassessment after the lapse of considerable time;
- estimated stock-based compensation expense using the Black-Scholes option pricing model;
- estimated fair value of business combinations and goodwill requires management to make assumptions and estimates about future events. The assumptions and estimates with respect to determining the fair value of PP&E and exploration and evaluation assets acquired generally require the most judgment and include estimates of reserves acquired, forecast benchmark commodity prices, future costs and discount rates; and
- estimated recoverable amounts are based on estimated proved plus probable oil and natural gas reserves, production rates, benchmark commodity prices, future costs, discount rates and other relevant assumptions, used in impairment (reversal) calculations and the assessment of appropriate accounting treatment of sale of royalty interests.

For more details regarding the Company's use of estimates and judgements, refer to Note 2(d) "Use of Estimates and Judgements" to the Company's audited annual consolidated financial statements for the year ended December 31, 2023.

The Company has hired individuals and consultants who have the skills required to make such estimates and ensures that individuals or departments with the most knowledge of the activity are responsible for the estimates. Furthermore, past estimates are reviewed and compared to actual results, and actual results are compared to budgets in order to make more informed decisions on future estimates.

Business Risks

Whitecap's exploration and production activities are concentrated in the Western Canadian Sedimentary Basin, where activity is highly competitive and includes a variety of different-sized companies. Whitecap is subject to a number of risks that are also common to other organizations involved in the oil and gas industry. Such risks include finding and developing oil and gas reserves at economic costs, estimating amounts of recoverable reserves, production of oil and gas in commercial quantities, marketability of oil and gas produced, fluctuations in commodity prices, stock market volatility, debt service which may limit timing or amount of dividends as well as market price of shares, financial and liquidity risks and environmental and safety risks.

In order to reduce exploration risk, Whitecap employs or contracts highly qualified and motivated professionals who have demonstrated the ability to generate quality proprietary geological and geophysical prospects. Whitecap has retained independent petroleum consultants that assist the Company in evaluating recoverable amounts of oil and gas reserves. Values of recoverable reserves are based on a number of variable factors and assumptions such as commodity prices, projected production, future production costs and government regulations. Such estimates will vary from actual results and such variations may be material.

The Company mitigates its risk related to producing hydrocarbons through the utilization of current technology and information systems. In addition, Whitecap strives to operate the majority of its prospects, thereby maintaining operational control. When the Company does not operate, it relies on its partners in jointly owned properties to maintain operational control.

MANAGEMENT'S DISCUSSION AND ANALYSIS

Whitecap is exposed to market risk to the extent that the demand for oil and gas produced by the Company exists within Canada and the United States. External factors beyond the Company's control may affect the marketability of oil and gas produced. These factors include commodity prices and variations in the Canada–United States currency exchange rate which, in turn, responds to economic and political circumstances throughout the world. Oil prices are affected by worldwide supply and demand fundamentals while natural gas prices are affected by North American supply and demand fundamentals. Whitecap uses futures and options contracts to mitigate its exposure to the potential adverse impact of commodity price volatility. The primary objective of the risk management program is to provide a measure of stability to Whitecap dividends and its capital development program.

Exploration and production for oil and gas is capital intensive. In addition to funds flow, the Company accesses the equity markets as a source of new capital. In addition, Whitecap utilizes bank financing to support ongoing capital investments which exposes the Company to fluctuations in interest rates on its bank debt. Funds flow also fluctuates with changing commodity prices. Equity and debt capital are subject to market conditions, and availability and cost may increase or decrease from time to time.

Environmental Risks

General Risks

Oil and gas exploration and production can involve environmental risks such as litigation, physical and regulatory risks. Physical risks include the pollution of the environment, climate change and destruction of natural habitat, as well as safety risks such as personal injury. The Company works hard to identify the potential environmental impacts of its new projects in the planning stage and during operations. The Company conducts its operations with high standards in order to protect the environment, its employees and consultants, and the general public. Whitecap maintains current insurance coverage for comprehensive and general liability as well as limited pollution liability. The amount and terms of this insurance are reviewed on an ongoing basis and adjusted as necessary to reflect current corporate requirements, as well as industry standards and government regulations. Without such insurance, and if the Company becomes subject to environmental liabilities, the payment of such liabilities could reduce or eliminate its available funds or could exceed the funds the Company has available and result in financial distress.

Climate Change Risks

Our exploration and production facilities and other operations and activities emit greenhouse gases ("**GHG**") which may require us to comply with federal and/or provincial GHG emissions legislation. Climate change policy is evolving at regional, national and international levels, and political and economic events may significantly affect the scope and timing of climate change measures that are ultimately put in place to prevent climate change or mitigate its effects. The direct or indirect costs of compliance with GHG-related regulations may have a material adverse effect on our business, financial condition, results of operations and prospects. Some of our significant facilities may ultimately be subject to future regional, provincial and/or federal climate change regulations to manage GHG emissions. In addition, climate change has been linked to long-term shifts in climate patterns and extreme weather conditions both of which pose the risk of causing operational difficulties.

Additional information regarding risk factors including, but not limited to, business risks and environmental risks is available in our Annual Information Form for the year ended December 31, 2023, a copy of which may be accessed through the SEDAR+ website (www.sedarplus.ca).

MANAGEMENT'S DISCUSSION AND ANALYSIS

Summary of Quarterly Results

(\$ millions, except as noted)	2024	2023				2022		
	Q1	Q4	Q3	Q2	Q1	Q4	Q3	Q2
Financial								
Petroleum and natural gas revenues	868.3	914.1	955.9	797.9	883.7	1,116.5	1,070.5	1,262.0
Funds flow ⁽¹⁾	384.0	462.3	466.0	415.1	448.0	593.6	546.8	676.6
Basic (\$/share) ⁽¹⁾	0.64	0.77	0.77	0.69	0.74	0.97	0.89	1.09
Diluted (\$/share) ⁽¹⁾	0.64	0.76	0.76	0.68	0.73	0.97	0.88	1.08
Net income	59.8	298.3	152.7	175.4	262.6	318.7	324.5	380.7
Basic (\$/share)	0.10	0.49	0.25	0.29	0.43	0.52	0.53	0.62
Diluted (\$/share)	0.10	0.49	0.25	0.29	0.43	0.52	0.53	0.61
Expenditures on PP&E	393.2	200.5	281.9	217.8	253.6	179.0	208.0	88.0
Total assets	9,658.2	9,602.2	9,207.1	9,151.7	9,163.2	9,529.8	9,555.6	7,695.9
Long-term debt	1,392.6	1,356.1	1,177.1	1,259.5	1,336.7	1,844.6	2,045.6	845.0
Net debt ⁽²⁾	1,495.4	1,385.5	1,260.2	1,361.2	1,471.1	1,913.1	2,192.3	673.8
Common shares outstanding (millions)	598.0	598.0	606.2	605.8	603.0	608.7	610.6	618.6
Dividends declared per share	0.18	0.18	0.15	0.15	0.15	0.11	0.11	0.09
Operational								
Average daily production								
Crude oil (bbls/d) ⁽³⁾	88,807	88,687	85,238	82,649	86,276	91,812	85,137	85,657
NGLs (bbls/d) ⁽³⁾	19,403	19,241	17,804	15,448	16,655	17,473	16,513	13,465
Natural gas (Mcf/d) ⁽³⁾	368,701	351,757	323,903	294,412	313,159	342,640	264,886	199,026
Total (boe/d) ⁽⁴⁾	169,660	166,554	157,026	147,166	155,124	166,392	145,798	132,293

⁽¹⁾ Refer to Note 5(e)(ii) "Capital Management - Funds Flow" to the Company's unaudited interim consolidated financial statements for the three months ended March 31, 2024, and to the section entitled "Cash Flow from Operating Activities, Funds Flow, and Free Funds Flow" contained within this MD&A for additional information on these capital management measures.

⁽²⁾ "Net Debt" is a capital management measure and is key to assessing the Company's liquidity. See Note 5(e)(i) "Capital Management – Net Debt and Total Capitalization" to the Company's unaudited interim consolidated financial statements for the three months ended March 31, 2024 for additional information on this capital management measures. The following table reconciles the Company's long-term debt to net debt:

(\$ millions)	2024	2023				2022		
	Q1	Q4	Q3	Q2	Q1	Q4	Q3	Q2
Long-term debt	1,392.6	1,356.1	1,177.1	1,259.5	1,336.7	1,844.6	2,045.6	845.0
Accounts receivable	(435.8)	(400.2)	(452.3)	(357.5)	(405.8)	(480.2)	(468.4)	(504.5)
Deposits and prepaid expenses	(30.2)	(32.9)	(44.9)	(28.1)	(18.1)	(22.7)	(16.6)	(198.0)
Non-current deposits	(82.9)	(82.9)	(65.3)	-	-	-	-	-
Accounts payable and accrued liabilities	615.3	509.0	616.4	458.1	529.2	549.1	609.2	512.7
Dividends payable	36.4	36.4	29.2	29.2	29.1	22.3	22.4	18.6
Net debt	1,495.4	1,385.5	1,260.2	1,361.2	1,471.1	1,913.1	2,192.3	673.8

⁽³⁾ "Crude oil" refers to light and medium crude oil, tight oil, and condensate combined. "NGLs" refers to ethane, propane, butane and pentane combined. "Natural gas" refers to conventional natural gas and shale gas combined. For further breakdown of crude oil and natural gas production volumes refer to the "Product Type Information" section of this MD&A.

⁽⁴⁾ Disclosure of production on a per boe basis in this MD&A consists of the constituent product types and their respective quantities disclosed in the "Product Type Information" section of this MD&A. Also refer to the "Boe Presentation" section of this MD&A.

Over the past eight quarters, fluctuations in production volumes and realized commodity prices have impacted the Company's petroleum and natural gas revenues and funds flow. Net income has fluctuated due to changes in funds flow, impairment expenses and reversals, and unrealized risk management gains and losses which fluctuate with the changes in forward benchmark commodity prices and exchange rates. Capital expenditures and production volumes have fluctuated over time as a result of the timing of acquisitions and dispositions and the impact of market conditions on the Company's development capital expenditures.

MANAGEMENT'S DISCUSSION AND ANALYSIS

The following outlines the significant events over the past eight quarters:

In the fourth quarter of 2023, the Company closed the acquisition of assets in the Western Saskatchewan CGU for cash consideration of \$159.7 million. The Company repurchased 8.6 million common shares at an average price of \$10.40 per share during the fourth quarter of 2023.

In the third quarter of 2023, the Board of Directors approved an increase to the monthly dividend from \$0.0483 per common share to \$0.0608 per common share (\$0.73 per common share annualized). The dividend increase was effective for the October 2023 dividend paid in November 2023.

In the second quarter of 2023, wildfires in Alberta impacted the Company's operations in northern Alberta and in northeast British Columbia, which at times resulted in significant volumes of production being shut-in.

In the first quarter of 2023, the Company closed the previously announced dispositions of certain non-core assets for total consideration of \$389.5 million. The Company repurchased 3.5 million common shares at an average price of \$9.56 per share during the first quarter of 2023.

In the fourth quarter of 2022, the Company announced that it had entered into three definitive agreements to dispose of certain non-core assets, effective October 1, 2022. The assets were classified as held for sale at December 31, 2022. In December 2022, Whitecap's Board of Directors approved an increase to the monthly dividend from \$0.0367 per common share to \$0.0483 per common share (\$0.58 per common share annualized). The dividend increase was effective for the January 2023 dividend paid in February 2023. The Company repurchased 4.9 million common shares at an average price of \$10.50 per share during the fourth quarter of 2022.

In the third quarter of 2022, the Company closed the acquisition of XTO Energy Canada and achieved record production. In connection with the XTO acquisition, the Company closed the issuance of a new term loan of \$705 million and increased the existing syndicated facility by \$395 million to \$1.93 billion, resulting in an increase to the Company's total credit capacity to \$3.1 billion. The Company repurchased 8.4 million common shares at an average price of \$8.45 per share during the third quarter of 2022.

In the second quarter of 2022, Whitecap's Board of Directors approved an increase to the monthly dividend from \$0.03 per common share to \$0.0367 per common share (\$0.44 per common share annualized). The dividend increase was effective for the July 2022 dividend paid in August 2022. The Company repurchased 11.7 million common shares at an average price of \$10.30 per share during the second quarter of 2022.

INTERNAL CONTROLS UPDATE

Whitecap is required to comply with National Instrument 52-109 Certification of Disclosure in Issuers' Annual and Interim Filings ("**NI 52-109**"). NI 52-109 requires that Whitecap disclose in its interim MD&A any material weaknesses relating to design existing at the end of the period in Whitecap's internal control over financial reporting and/or any changes in Whitecap's internal control over financial reporting that occurred during the period that have materially affected, or are reasonably likely to materially affect, Whitecap's internal controls over financial reporting. Whitecap confirms that no material weaknesses or such changes were identified in Whitecap's internal controls over financial reporting at the end of or during the first quarter of 2024.

ADVISORIES

Boe Presentation

"Boe" means barrel of oil equivalent. All boe conversions in this MD&A are derived by converting gas to oil at the ratio of six thousand cubic feet ("**Mcf**") of natural gas to one barrel ("**bbl**") of oil. Boe may be misleading, particularly if used in isolation. A boe conversion rate of 1 bbl : 6 Mcf is based on an energy equivalency conversion method primarily applicable at the burner tip and does not represent a value equivalency at the wellhead. Given that the value ratio of oil compared to natural gas based on currently prevailing prices is significantly different than the energy equivalency ratio of 1 bbl : 6 Mcf, utilizing a conversion ratio of 1 bbl : 6 Mcf may be misleading as an indication of value.

MANAGEMENT'S DISCUSSION AND ANALYSIS

Supplementary Financial Measures

Average realized prices for crude oil, NGLs and natural gas are supplementary financial measures calculated by dividing each of these components of petroleum and natural gas revenues, disclosed in Note 15 "Revenue" to the Company's unaudited interim consolidated financial statements for the three months ended March 31, 2024, by their respective production volumes for the period.

Per boe disclosures for petroleum and natural gas revenues, tariffs, processing and other income and marketing revenues are supplementary financial measures calculated by dividing each of these components of petroleum and natural gas sales, disclosed in Note 15 "Revenue" to the Company's unaudited interim consolidated financial statements for the three months ended March 31, 2024, by the Company's total production volumes for the period.

Realized gain on commodity contracts per boe is a supplementary financial measure calculated by dividing realized gain on commodity contracts, disclosed in Note 5(d) "Financial Instruments and Risk Management – Market Risk" to the Company's unaudited interim consolidated financial statements for the three months ended March 31, 2024, by the Company's total production volumes for the period.

Per boe disclosures for petroleum and natural gas sales, royalties, operating expenses, transportation expenses, marketing expenses, G&A expenses, stock-based compensation expenses, interest and financing expenses, and depletion, depreciation and amortization are supplementary financial measures that are calculated by dividing each of these respective GAAP measures by the Company's total production volumes for the period.

Royalties as a percentage of petroleum and natural gas revenues is a supplementary financial measure calculated by dividing royalties by petroleum and natural gas revenues, disclosed in Note 15 "Revenue" to the Company's unaudited interim consolidated financial statements for the three months ended March 31, 2024.

Product Type Information

This MD&A includes references to crude oil, NGLs, natural gas and total average daily production.

NI 51-101 includes condensate within the natural gas liquids ("**NGLs**") product type. The Company has disclosed condensate as combined with crude oil and separately from other natural gas liquids in this MD&A since the price of condensate as compared to other natural gas liquids is currently significantly higher and the Company believes that this combined crude oil and condensate presentation provides a more accurate description of its operations and results therefrom. Crude oil therefore refers to light, medium and tight oil and condensate combined. NGLs refers to ethane, propane, butane and pentane combined. Natural gas refers to conventional natural gas and shale gas combined.

The Company's aggregate average production for the past eight quarters and the references to "crude oil", "NGLs", and "natural gas" reported in this MD&A consist of the following product types, as defined in NI 51-101 (except as noted above) and using a conversion ratio of 1 bbl : 6 Mcf where applicable:

	2024	2023				2022		
	Q1	Q4	Q3	Q2	Q1	Q4	Q3	Q2
Light and medium oil (bbls/d) ⁽¹⁾	76,012	76,519	74,543	72,429	76,160	79,829	78,944	81,658
Tight oil (bbls/d)	12,795	12,168	10,695	10,220	10,116	11,983	6,193	3,999
Crude oil (bbls/d)	88,807	88,687	85,238	82,649	86,276	91,812	85,137	85,657
NGLs (bbls/d)	19,403	19,241	17,804	15,448	16,655	17,473	16,513	13,465
Shale gas (Mcf/d)	223,009	210,026	185,977	171,601	175,176	196,914	111,804	59,048
Conventional natural gas (Mcf/d)	145,692	141,731	137,926	122,811	137,983	145,726	153,082	139,978
Natural gas (Mcf/d)	368,701	351,757	323,903	294,412	313,159	342,640	264,886	199,026
Total (boe/d)	169,660	166,554	157,026	147,166	155,124	166,392	145,798	132,293

⁽¹⁾ Light and medium oil includes condensate.

MANAGEMENT'S DISCUSSION AND ANALYSIS

Forward-Looking Information and Statements

Certain statements contained in this MD&A constitute forward-looking statements and are based on Whitecap's beliefs and assumptions based on information available at the time the assumption was made. By its nature, such forward-looking information involves known and unknown risks, uncertainties and other factors that may cause actual results or events to differ materially from those anticipated in such forward-looking statements. The Company believes the expectations reflected in those forward-looking statements are reasonable, but no assurance can be given that these expectations will prove to be correct and such forward-looking statements should not be unduly relied upon.

This MD&A contains certain forward-looking information and statements within the meaning of applicable securities laws. The use of any of the words "expect", "anticipate", "estimate", "objective", "ongoing", "may", "will", "project", "believe", "measure", "stability", "depends", "could", "sustainability" and similar expressions are intended to identify forward-looking information or statements. In particular, but without limiting the foregoing, this MD&A contains forward-looking information and statements pertaining to the following: Whitecap's focus and strategy; Whitecap's ongoing risk management program and the benefits to be derived therefrom; the factors that may affect Whitecap's marketing activities; our intention to vigorously defend our tax filing position relating to CRA and ATRA reassessments; our estimate of the amount of our future decommissioning liabilities for future abandonment and reclamation of our properties; the sources and amounts of our future liquidity and financial capacity, including our intention to refinance our senior secured notes maturing in May 2024 under our existing credit facility; the belief that available credit facilities combined with anticipated funds flow will be sufficient to satisfy the remainder of Whitecap's 2024 development capital program and dividend payments for the 2024 fiscal year; and the actions Whitecap expects to take to mitigate the business, environmental and other risks that it faces.

The forward-looking information and statements contained in this MD&A reflect several material factors and expectations and assumptions of Whitecap including, without limitation: the availability and amount of the non-capital losses available to us; expectations and assumptions concerning applicable tax laws and the precedential value of historical Canadian tax case law; that Whitecap will continue to conduct its operations in a manner consistent with past operations; the general continuance or improvement in current industry conditions; the continuance of existing (and in certain circumstances, the implementation of proposed) tax, royalty and regulatory regimes; the accuracy of the estimates of Whitecap's reserve volumes; the impact of increasing competition; the general stability of the economic and political environment in which Whitecap operates; the ability of Whitecap to obtain qualified staff, equipment supplies and services in a timely and cost efficient manner; the ability of Whitecap to efficiently integrate assets and employees acquired through acquisitions; drilling results; the ability of the operator of the projects which the Company has an interest in to operate in a safe, efficient and effective manner; field production and decline rates; future operating costs; the ability to replace and expand oil and natural gas reserves through acquisition, development or exploration; the timing and costs of pipeline, storage and facility construction and expansion; the ability of the Company to secure adequate product transportation; future petroleum and natural gas prices; currency, exchange, inflation and interest rates; the continued availability of adequate debt and equity financing and funds flow to fund Whitecap's planned expenditures, dividends, and share repurchases; the ability of OPEC+ nations and other major producers of crude oil to adjust production and thereby manage world crude oil prices; the impact (and duration) of the ongoing military actions between Russia and Ukraine and related sanctions, and of the conflicts in the Middle East, on crude oil, NGLs, and natural gas prices; and the ability to maintain dividend payments at current levels. Whitecap believes the material factors, expectations and assumptions reflected in the forward-looking information and statements are reasonable, but no assurance can be given that these factors, expectations and assumptions will prove to be correct.

The forward-looking information and statements included in this MD&A are not guarantees of future performance and should not be unduly relied upon. Such information and statements involve known and unknown risks, uncertainties and other factors that may cause actual results or events to differ materially from those anticipated in such forward-looking information or statements including, without limitation: imprecision and uncertainty in estimates of tax pools, tax shelters and tax deductions available to us; the interpretation of tax legislation and regulations applicable to us; the risk that the CRA's and the ATRA's reassessments described herein are successful and that this outcome has a negative effect on the availability or quantum of our non-capital losses; the risk that the tax impact to us, in the event the non-capital losses are not available, is materially different than those currently contemplated; that the reassessment of our tax filings and the continuation or timing of such process is outside of our control; litigation risk associated with the reassessments of our tax filings; changes to tax legislation and administrative policies; changes in commodity prices; changes in the demand for or supply of Whitecap's products; the impact from any resurgence of the COVID-19, or any other pandemic or public health event; unanticipated operating results or production declines;

MANAGEMENT'S DISCUSSION AND ANALYSIS

changes in tax or environmental laws, royalty rates or other regulatory matters; changes in Whitecap's development plans or by third party operators of Whitecap's properties; competition from other producers; inability to retain drilling rigs and other services; failure to realize the anticipated benefits of acquisitions; incorrect assessment of the value of acquisitions; delays resulting from or inability to obtain required regulatory approvals; increased debt levels or debt service requirements; increased interest rates; inaccurate estimation of Whitecap's oil and gas reserve volumes; limited, unfavourable or a lack of access to capital markets; increased costs, whether due to high inflation rates, supply chain disruptions or other factors; the risk that weather events such as wildfires, flooding, droughts or extreme hot or cold temperatures forces us to shut-in production or otherwise adversely affects our operations; availability of qualified staff, equipment supply and services; a lack of adequate insurance coverage; the impact of competitors; and certain other risks detailed from time to time in Whitecap's public disclosure documents (including, without limitation, those risks identified in this MD&A) which may be accessed through the SEDAR+ website (www.sedarplus.ca).

The forward-looking information and statements contained in this MD&A speak only as of the date of this MD&A, and Whitecap does not assume any obligation to publicly update or revise them to reflect new events or circumstances, except as may be required pursuant to applicable laws.