



TIDEWATER
Midstream and Infrastructure Ltd.

Management's Discussion and Analysis

For the three months ended March 31, 2026

May 6, 2026

MANAGEMENT’S DISCUSSION AND ANALYSIS

The following Management’s Discussion and Analysis (“MD&A”) of the condensed interim consolidated financial and operating results of Tidewater Midstream and Infrastructure Ltd. and its subsidiaries (“Tidewater” or the “Corporation” when referring to the consolidated group, and “Tidewater Midstream” when referring to the legal entity) is dated May 6, 2026, and should be read in conjunction with Tidewater’s unaudited condensed interim financial statements as at and for the three month periods ended March 31, 2026 and 2025 (the “Financial Statements”). The Financial Statements have been prepared in accordance with IFRS[®] Accounting Standards (“IFRS”) as issued by the International Accounting Standards Board (“IASB”), representing generally accepted accounting principles (“GAAP”). This MD&A contains non-GAAP measures which are used to measure and analyze financial performance, financial position, and cash flow and therefore may not be comparable to similar measures presented by other entities. This MD&A also contains forward-looking statements. Readers are cautioned that the MD&A should be read in conjunction with Tidewater’s disclosure under “Non-GAAP Measures” and “Forward-Looking Information” included at the end of this MD&A. Unless otherwise indicated, references herein to “\$” or “dollars” are to Canadian dollars.

Management is responsible for preparing the MD&A. The MD&A has been reviewed and recommended for approval by the Audit Committee of Tidewater Midstream’s board of directors (the “Board”) and approved by the Board.

BUSINESS OVERVIEW

Tidewater’s business objective is to build a diversified midstream and infrastructure company across the North American gas processing, natural gas liquids (“NGL”), petroleum refining, and renewables markets. The Corporation’s strategy is to profitably grow and create shareholder value by acquiring and building high quality, strategically located infrastructure. To achieve its business objective, Tidewater is focused on providing customers with a full service, vertically integrated value chain through the acquisition and development of energy infrastructure, including downstream facilities, natural gas processing facilities, natural gas liquids infrastructure, pipelines, storage, and various renewable initiatives. To complement its infrastructure asset base, the Corporation also markets crude oil, refined products, natural gas, NGLs and renewable products and services to customers across North America.

Tidewater’s downstream assets supply refined products to a niche market and provide an asset base for renewables initiatives. The key downstream assets include the Prince George Refinery (“PGR”), the sole light oil refinery within the interior British Columbia (“BC”) market, and the renewable diesel & renewable hydrogen complex (“HDRD Complex”) owned by Tidewater Renewables Ltd (“Tidewater Renewables”). The PGR refines crude oil feedstock into gasoline and diesel and is where the Corporation’s co-processing activities take place. The HDRD Complex is also located in Prince George, adjacent to the PGR.

Tidewater’s key midstream assets include: the Brazeau River Complex and Fractionation Facility (“BRC”), a full-service natural gas and NGL processing facility with natural gas storage pools, and the Ram River Gas Plant, a sour natural gas processing facility with sulfur handling solutions and rail connections.

Tidewater’s common shares are publicly traded on the Toronto Stock Exchange under the symbol “TWM”.

Additional information relating to Tidewater is available on SEDAR+ at www.sedarplus.ca and at www.tidewatermidstream.com.

FIRST QUARTER HIGHLIGHTS

- Consolidated net loss attributable to shareholders was \$27.1 million for the first quarter of 2026 compared to a consolidated net loss attributable to shareholders of \$31.8 million for the first quarter of 2025.
- Consolidated adjusted EBITDA⁽¹⁾ was \$49.7 million for the first quarter of 2026 compared to negative \$3.7 million in the same period of 2025.
- On January 7, 2026, Tidewater announced that it had entered into long-term agreements for gas handling and NGL supply and fractionation at the BRC. Under the agreements, Tidewater will process up to 75MMcf/d of natural gas, and will receive the marketing rights to the ethane, propane and butane derived from such processing, for initial terms of approximately five years which may continue thereafter on an evergreen basis.
- On March 23, 2026, Tidewater Midstream made several amendments to its Senior Credit Facility (as defined herein). The amendments extended the maturity dates of the syndicated and operating components of the facility from September 12, 2026 to August 30, 2027, and revised the Tidewater Midstream financial covenant requirements beginning March 31, 2026.
- On March 27, 2026, the U.S. Environmental Protection Agency (“EPA”) finalized the 2026 to 2027 Renewable Volume Obligations (“RVO”), establishing enhanced blending mandates that are expected to provide substantial structural support for Tidewater Renewables realized margins.
- On March 30, 2026, Tidewater Renewables received conditional approval for the Biofuel Production Incentive (the “BPI”), from Natural Resources Canada confirming total funding in line with the full annual production capacity of the HDRD Complex. Tidewater Renewables is currently finalizing the related contribution agreement with Natural Resources Canada, the final administrative requirement, which is expected to be executed in the second quarter of 2026.
- Tidewater Renewables has over 90% of 2026 forecasted renewable diesel production and over 40% of forecasted renewable diesel production for each of 2027 and 2028 committed under offtake agreements.
- Tidewater has increased its full year consolidated adjusted EBITDA⁽¹⁾ guidance, which is now expected to be between \$190.0 million and \$210.0 million, from the previously disclosed range of \$150.0 million and \$170.0 million, driven by higher forward market crack spreads and higher demand and improved pricing for renewable diesel and emissions credits.

⁽¹⁾ Non-GAAP financial measure. See the “Non-GAAP Measures” section of this MD&A.

CONSOLIDATED AND DECONSOLIDATED FINANCIAL HIGHLIGHTS

In addition to reviewing consolidated results, management also reviews net loss attributable to shareholders, net loss attributable to shareholders per share, adjusted EBITDA, distributable cash flow attributed to shareholders, distributable cash flow attributed to shareholders per share, net debt, and capital expenditures, excluding the impact of the Corporation's ownership in Tidewater Renewables (referred to as "Tidewater Deconsolidated") to further evaluate financial results, financial position, leverage, and to calculate debt covenants. Tidewater Deconsolidated measures are non-GAAP measures. Readers should refer to the "Non-GAAP Measures" section of this MD&A for more information on the composition of these values.

<i>(in millions of Canadian dollars except per share information)</i>	Three months ended March 31			
	Tidewater Deconsolidated ⁽³⁾		Tidewater Consolidated	
	2026	2025	2026	2025
Net loss attributable to shareholders	\$ (37.3)	\$ (31.7)	\$ (27.1)	\$ (31.8)
Net loss attributable to shareholders per share – basic ⁽¹⁾	\$ (1.72)	\$ (1.47)	\$ (1.25)	\$ (1.48)
Adjusted EBITDA ⁽²⁾	\$ 25.6	\$ (6.1)	\$ 49.7	\$ (3.7)
Distributable cash flow attributable to shareholders ⁽²⁾	\$ 15.2	\$ (17.7)	\$ 27.3	\$ (20.8)
Distributable cash flow per share – basic ⁽¹⁾⁽²⁾	\$ 0.70	\$ (0.82)	\$ 1.26	\$ (0.96)
Net debt ⁽⁴⁾	\$ 375.2	\$ 384.7	\$ 582.0	\$ 585.4
Total capital expenditures	\$ 2.3	\$ 1.5	\$ 3.1	\$ 3.6

(1) On August 28, 2025, the Corporation completed a share consolidation of the Tidewater Midstream common shares at a consolidation ratio of 20-for-1. As a result, the comparative periods have been retroactively restated to reflect the share consolidation.

(2) Non-GAAP financial measure. See the "Non-GAAP Measures" section of this MD&A.

(3) Deconsolidated results exclude the results of Tidewater Renewables. See the "Non-GAAP Measures" section of this MD&A for information on deconsolidated measures.

(4) Capital management measure. See the "Non-GAAP Measures" section of this MD&A.

OUTLOOK AND CORPORATE UPDATE

Consolidated net loss attributable to shareholders was \$27.1 million in the first quarter of 2026 compared to a consolidated net loss attributable to shareholders of \$31.8 million during the first quarter of 2025. The improvement was primarily due to higher operating income, offset in part by unfavorable changes in the fair value of derivative contracts, lower income from equity investments, and higher deferred tax expense.

Consolidated adjusted EBITDA⁽¹⁾ was \$49.7 million in the first quarter of 2026 compared to negative \$3.7 million in the same period of 2025. The increase was primarily due to a higher gross margin in the current period largely due to higher crack spreads and increased sales volumes and prices for renewable diesel.

The first quarter of 2026 was marked with improving market conditions for refined fuel under the unfolding geopolitical crisis surrounding the conflict in the Middle East and the blockage of the Strait of Hormuz. The disruption in global energy flows since the end of February has triggered a significant supply shock, resulting in increased volatility and rising prices for crude oil, diesel, and gasoline. Market volatility is expected until the Strait of Hormuz is reopened and there is long-term stability in the Middle East. Amidst the geopolitical uncertainty, Tidewater remains well positioned to meet the critical energy needs of the interior B.C. region, and the broader Western Canadian market with gasoline and diesel produced at the PGR and the HDRD Complex.

⁽¹⁾ Non-GAAP financial measure. See the "Non-GAAP Measures" section of this MD&A.

Crack spreads are expected to be elevated for the remainder of 2026, driven by a reduction in global refining capacity and a shortage of refined products. To safeguard against extreme price changes, the Corporation has entered into hedging agreements to protect a portion of refined product margins and cash flows from current market volatility. In addition, Tidewater anticipates that the recent introduction of the federal BPI, coupled with the proposed amendments to the CFR, will continue to improve the short to medium-term market conditions for Canadian refined products.

On January 7, 2026, Tidewater announced that it had entered into long-term agreements for gas handling and NGL supply and fractionation at the BRC. Under the agreements, Tidewater will process up to 75MMcf/d of natural gas (comprised of approximately 65MMcf/d and approximately 10MMcf/d of renewed and newly contracted volumes, respectively) at the BRC sourced from dedicated facilities, and will receive the marketing rights to the ethane, propane and butane derived from such processing, for initial terms of approximately five years which may continue thereafter on an evergreen basis. Tidewater will receive processing fees and NGL handling fees that are in line with current market rates and fixed for the term of the agreements, subject to annual inflationary increases.

On March 23, 2026, Tidewater Midstream made several amendments to its Senior Credit Facility (as defined herein). The amendments extended the maturity dates of the syndicated and operating components of the facility from September 12, 2026 to August 30, 2027, and revised the Tidewater Midstream financial covenant requirements beginning March 31, 2026, details of which are discussed further in the **LIQUIDITY AND CAPITAL RESOURCES** section of this MD&A.

Tidewater's efforts to optimize its asset portfolio and divest its non-core assets are ongoing. Current market dynamics have spurred increased interest in leveraging conventional energy sites to support the development of high value infrastructure, which can enable a broad range of energy and industrial system opportunities. In particular, the Corporation is exploring and in discussions with multiple parties regarding potential transactions related to certain non-core Tidewater assets.

Commercial execution and hedging program

Commercial activities at the PGR are focused on stabilizing product margins to provide cash flow certainty. The Corporation has hedged approximately 50% of PGR crack spread exposure between April and December of 2026 to manage commodity price volatility.

Tidewater Renewables commercial activities remain focused on securing long-term demand and stabilizing offtake to provide multi-year cash flow certainty. This momentum has continued during 2026, with over 90% of forecasted renewable diesel production for 2026 currently committed under offtake agreements inclusive of associated emission credits. Looking further ahead, Tidewater Renewables has successfully extended its commercial reach, with over 40% of forecasted renewable diesel production for each of 2027 and 2028 now under contract. Management believes these levels reflect sustained demand for domestic renewable fuels. The majority of these contracts are structured with U.S. import parity pricing benchmarks to align realized prices with market values. Remaining volumes are expected to be sold into the Canadian spot market, providing Tidewater Renewables with flexibility to respond to prevailing market dynamics.

To further protect Tidewater Renewables' financial position, management has implemented a proactive hedging program for 2026. Tidewater Renewables has hedged approximately 50% of 2026 renewable diesel (and attached emission credits) sales and associated feedstock purchases. By utilizing these derivative instruments, Tidewater Renewables has locked in a strong gross margin on a significant portion

of its 2026 production, effectively reducing exposure to commodity pricing volatility and ensuring more predictable cash flows.

U.S. regulatory developments

On March 27, 2026, the U.S. EPA finalized the RVO for the 2026 and 2027 compliance years (the "Set 2 Rule"), establishing record-high blending mandates that exceed 27 billion RINs by 2027. While the Set 2 Rule is a U.S. federal action, management believes this regulatory framework could lead to tightness in the D4 RIN market, which would be expected to provide substantial structural support for Tidewater's realized margins in Canada.

The majority of Tidewater Renewables' offtake agreements utilize U.S. import benchmark pricing, which are structured to reflect the economic substitution cost of a U.S. gallon of renewable diesel. As the Set 2 Rule is expected to increase the intrinsic value of D4 RINs driven by a higher valuation for compliance credits amid stricter blending mandates. This pricing mechanism bolsters the benchmark pricing that Tidewater Renewables receives for its physical product sales in Canada. This allows Tidewater Renewables to capture environmental premiums reflective of North American market conditions without being a direct participant in the U.S. regulatory system.

Specific finalized components of the Set 2 Rule further underpin Tidewater Renewables' 2026 outlook:

- The 1.7x Multiplier - The EPA confirmed the maintenance of the 1.7x equivalence value for renewable diesel through 2026, ensuring a stable credit-generation baseline for the current planning cycle; and
- SRE Reallocation - The formal 70% reallocation of Small Refinery Exemptions ("SRE") is expected to reduce historical credit price volatility and strengthen the stability of the benchmarks that underpin the Tidewater Renewables revenue.

Management remains focused on navigating the evolving North American regulatory landscape to maximize Tidewater Renewables' realized pricing. The finalization of the EPA Set 2 Rule provides a multi-year framework that ensures robust demand for renewable fuels within the U.S., thereby supporting the North American benchmarks to which Tidewater Renewables' sales are indexed. By leveraging offtake contracts that capture the replacement value inherent in the U.S., Tidewater is well-positioned to realize the elevated market value of its physical product and the associated Canadian environmental attributes. While the Corporation continues to monitor potential long-term shifts in regulatory multipliers and cross-border trade dynamics, the current RVO trajectory provides a transparent and supportive foundation for the Corporation's objective of generating strong cash flow and strengthening its overall financial position.

Canadian regulatory developments

As previously disclosed, Tidewater Renewables formally submitted its application for the BPI in January 2026. The Corporation is pleased to report that on March 30, 2026, Tidewater Renewables received conditional approval for the BPI, and Natural Resources Canada has formally confirmed total available funds under the program. The confirmed funding is in line with the Corporation's initial requests and reflects the total annual production capacity of the HDRD Complex.

This milestone validates Tidewater Renewables' eligibility for the federal BPI, with the remaining condition for approval being the execution of a contribution agreement. These funds are expected to be received quarterly in arrears, providing a consistent and meaningful boost to the HDRD Complex's economics, liquidity, and overall profitability throughout the incentive window.

CAPITAL PROGRAM

Tidewater's 2026 consolidated capital program prioritizes maintaining safe and reliable operations in addition to focusing on the long-term integrity and efficiency of the Corporation's asset base. Capital spending during the first quarter of 2026 was \$3.1 million.

2026 GUIDANCE UPDATE

Tidewater has revised its 2026 adjusted EBITDA guidance to reflect the improving market conditions for conventional and renewable refined products.

Tidewater's 2026 revised consolidated adjusted EBITDA⁽¹⁾ guidance is \$190.0 million to \$210.0 million, higher than the previously disclosed range of \$150.0 million to \$170.0 million. Tidewater's 2026 full-year consolidated capital program remains unchanged and is expected to range between \$20.0 million and \$25.0 million, consistent with previous guidance.

The commencement of the conflict in the Middle East on February 28, 2026, has resulted in significant pricing volatility and a notable improvement in refined product margins, primarily driven by the energy supply disruption resulting from the blockage of the Strait of Hormuz and a reduction in global refining capacity. In the current environment, realized and forward product pricing has outpaced increases in feedstock costs, leading to stronger margins than previously anticipated.

<i>(in millions of Canadian dollars)</i>	2026 Prior Tidewater Consolidated Guidance	2026 Revised Tidewater Consolidated Guidance
Adjusted EBITDA ⁽¹⁾	\$150.0 - \$170.0	\$190.0 - \$210.0
Capital expenditures ⁽²⁾	\$20.0 - \$25.0	\$20.0 - \$25.0

(1) Non-GAAP financial measure. Refer to the "Non-GAAP Measures" section of this MD&A

(2) Capital expenditures are presented net of capital emission credits.

Tidewater Renewables has also revised its 2026 adjusted EBITDA guidance. In addition to benefitting from the improved pricing environment, the EPA finalized RVO is expected to increase the intrinsic value of D4 RINs and create broader market tightness. Given that a significant portion of Tidewater Renewables' offtake agreements utilize U.S. import parity benchmark pricing to reflect the economic substitution cost of a gallon of U.S. renewable diesel, this regulatory shift is expected to bolster the benchmarks Tidewater Renewables uses to price the majority of its physical sales in Canada. All other operational guidance metrics, including sales volume and 2026 capital expenditure targets, remain unchanged for Tidewater Renewables as it continues to prioritize debt reduction and operational optimization.

<i>(in millions of Canadian dollars, unless otherwise stated)</i>	2026 Prior Tidewater Renewables Guidance	2026 Revised Tidewater Renewables Guidance
Adjusted EBITDA ⁽¹⁾	\$80.0 - \$90.0	\$100.0 - \$110.0
Sales volume (MM litres)	150.0 - 170.0	150.0 - 170.0
Capital expenditures ⁽²⁾	\$2.0 - \$3.0	\$2.0 - \$3.0

(1) Non-GAAP financial measure. Refer to the "Non-GAAP Measures" section of this MD&A

(2) Capital expenditures are presented net of capital emission credits.

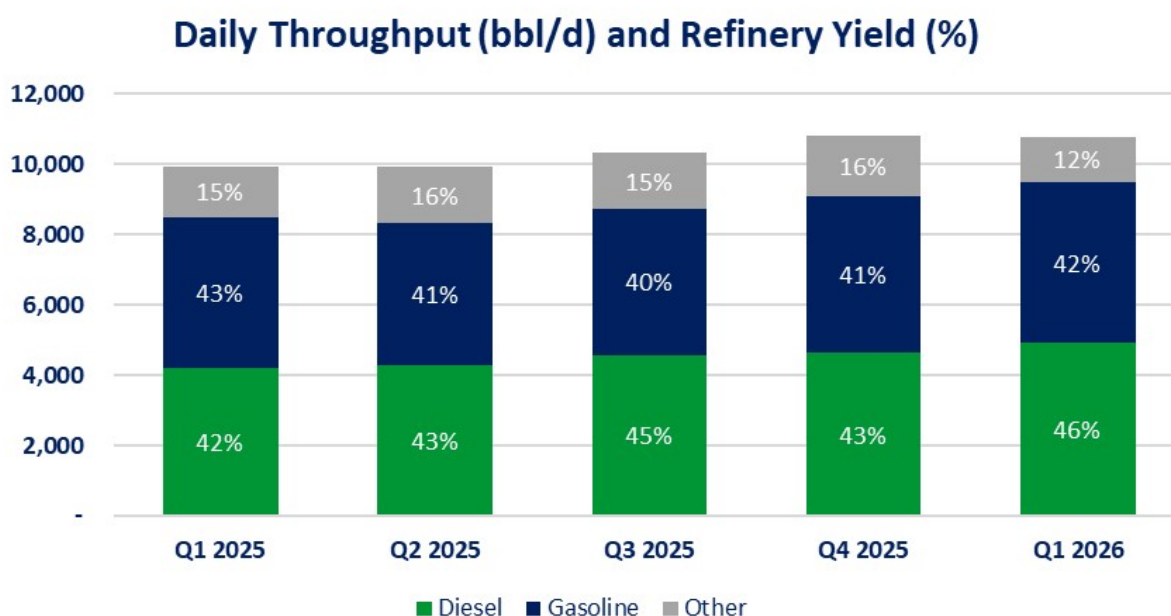
⁽¹⁾ Non-GAAP financial measure. See the "Non-GAAP Measures" section of this MD&A.

Prince George Refinery

The PGR is a 12,000 bbl/d light oil refinery that predominantly produces low sulfur diesel and gasoline to supply interior and northern BC. The PGR has significant onsite storage capacity of more than 1.0 MMbbl and flexible logistics, with pipeline, rail, and truck connectivity.

During the first quarter of 2026, utilization at the PGR was 10,784 bbl/d, or 90% of design capacity, consistent with 10,809 bbl/d, or 90% of design capacity, during the fourth quarter of 2025 and higher than the first quarter of 2025 which had utilization of 9,936 bbl/d, or 83% of design capacity. Utilization levels have increased from the first quarter of 2025 as the comparative period was impacted by third party pipeline maintenance that decreased the volume of feedstock available to the PGR, and higher density feedstock that required operational and feedstock-composition adjustments prior to processing.

Tidewater's daily throughput and refined product yields at the PGR were as follows:



Tidewater's refining margins are impacted by the difference between the price of refined product and the price of feedstock ("crack spread") as well as wholesale discounts. Refining margins are also subject to seasonal factors as production changes to match seasonal demand.

The Prince George crack spread averaged \$102/bbl during the first quarter of 2026, a 9% increase from the fourth quarter of 2025 and a 23% increase from the first quarter of 2025. The energy supply disruption at the Strait of Hormuz, and the reduction of global refining capacity, has increased the market prices for diesel, gasoline, and crude oil since the end of February 2026, largely contributing to the increase in the Prince George crack spread from both the first and fourth quarters of 2025. The increase from the fourth quarter of 2025 was offset in part by higher crude-oil feedstock costs. The ongoing nature of the conflict has heightened commodity price volatility. In response, the Corporation has hedged approximately 50% of crack spread exposure between April and December 2026 to manage commodity price volatility.

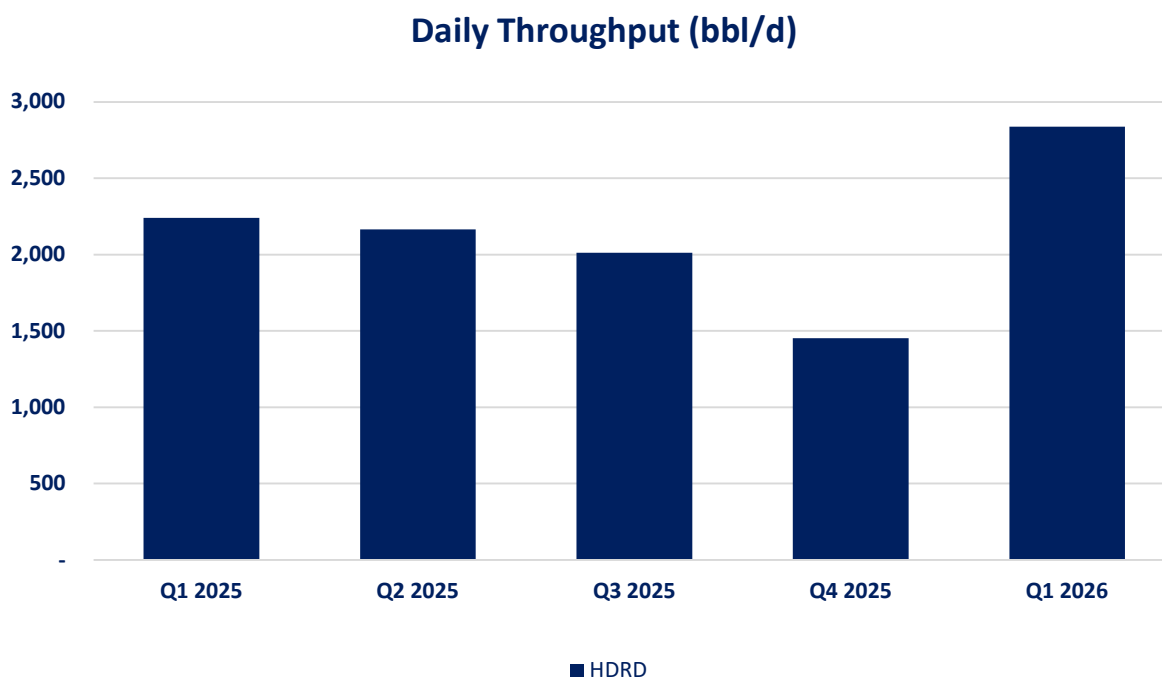
Gasoline sales volumes in the first quarter of 2026 were lower than in the fourth quarter of 2025 as inventory was built during the current quarter in anticipation of the scheduled April facility outage for equipment cleaning and maintenance work. Gasoline sales volumes in the first quarter of 2026 were

higher than in the first quarter of 2025 as Tidewater was ramping up direct product marketing activities during the comparative period following the expiry of the offtake agreement with Cenovus Energy Inc. in the fourth quarter of 2024.

Diesel sales volumes in the first quarter of 2026 were relatively consistent with the fourth quarter of 2025, but were lower than in the first quarter of 2025 as inventory was built for the aforementioned scheduled April facility outage. In addition, higher inventory was available during the first quarter of 2025 which contributed to higher sales during the comparative period.

HDRD Complex

Tidewater Renewables' HDRD Complex is Canada's first standalone renewable diesel facility and is located adjacent to the PGR. The HDRD Complex is designed to process 3,000 bbl/d of renewable feedstock and utilizes renewable hydrogen to reduce the carbon intensity ("CI") of the renewable fuel it produces.



For the three months ended March 31, 2026, the HDRD Complex achieved an average utilization rate of 2,837 bbl/d, or 95% of design capacity. This compares to 2,239 bbl/d, or 75% of design capacity, during the same period in the prior year. The increase in utilization was primarily driven by the absence of weather-related rail logistics challenges and softer Canadian renewable diesel demand, that impacted the comparable period in 2025.

The facility's performance during the first quarter of 2026 was further highlighted by its successful full rate operation in winter mode, producing high-quality, low cloud point renewable diesel that meets rigorous Canadian cold-weather specifications. While this operating mode typically requires minor throughput adjustments during high severity winter operations, the facility demonstrated significant operational resilience by maintaining near-nameplate utilization rates throughout the season. Management believes that this ability to deliver specialized winter-spec fuel while maximizing throughput underscores the HDRD Complex's advanced design and Tidewater Renewables' ability to optimize operations across varying seasonal requirements.

Brazeau River Complex and Fractionation Facility

The BRC offers a full suite of services to producers, including 180 MMcf/d of deep cut natural gas processing capacity, NGL and condensate pipeline connections, NGL fractionation capacity, truck loading and offloading facilities, physical natural gas storage facilities, and two natural gas transportation connections.

The BRC gas processing facility had throughput of 114 MMcf/d in the first quarter of 2026, 12 MMcf/d higher than 102 MMcf/d during the fourth quarter of 2025, and 20 MMcf/d higher than 94 MMcf/d during the first quarter of 2025. The increase in throughput from both the fourth and first quarters of 2025 was largely due to the long-term gas handling and NGL supply agreements announced in January 2026, offset in part by lower straddle volumes coming through the facility.

The BRC fractionation facility utilization averaged 90% in the first quarter of 2026, compared to 82% in the fourth quarter of 2025 and 82% in the first quarter of 2025. The increase in utilization from both the fourth and first quarters of 2025 was primarily due to higher producer inlet volumes at the BRC gas plant and higher trucked-in volumes. Utilization of the BRC fractionation facility may vary as it is dependent on a combination of natural gas processing rates and associated NGL recoveries, in addition to truck-in supply.

Ram River Gas Plant

Tidewater has a 95% operated working interest in the Ram River Gas Plant, a rail-connected sour natural gas processing facility with sulfur handling facilities located in the Strachan region in west central Alberta.

On January 7, 2025, management made the decision to temporarily lay-up the Ram River Gas Plant, including sulfur handling activities, in order to manage ongoing operating costs and to allow for gas prices to recover and producer gas flow to resume. Despite sulfur handling operations returning to service late in the first quarter of 2025, the gas plant remains offline. Management believes the commodity pricing outlook has improved significantly and intends to restart the facility when gas flow from producers restarts.

RESULTS OF OPERATIONS

Results overview

<i>(in millions of Canadian dollars except per share and percentage information)</i>	Three months ended March 31,	
	2026	2025
Revenue	\$ 385.6	\$ 309.9
Operating expenses	\$ 327.6	\$ 306.3
General and administrative	\$ 9.2	\$ 6.8
Share-based compensation	\$ 1.1	\$ 1.3
Depreciation	\$ 14.8	\$ 15.0
Finance costs and other	\$ 15.6	\$ 16.7
Realized loss on derivative contracts	\$ 4.3	\$ 6.5
Unrealized loss (gain) on derivative contracts	\$ 32.3	\$ (4.5)
Loss on sale of assets	\$ 3.7	\$ 0.1
Income from equity investments	\$ (4.6)	\$ (6.6)
Transaction costs	\$ -	\$ 0.2
Deferred income tax expense	\$ 3.4	\$ -
Net loss attributable to shareholders	\$ (27.1)	\$ (31.8)
Basic and diluted net loss attributable to shareholders per share ⁽¹⁾	\$ (1.25)	\$ (1.48)
Net cash provided by (used in) operating activities	\$ 6.1	\$ (14.7)
Total common shares outstanding (millions) ⁽¹⁾	21.8	21.7
Total consolidated assets	\$ 1,165.8	\$ 1,185.5

(1) On August 28, 2025, the Corporation completed a share consolidation of the Tidewater Midstream common shares at a consolidation ratio of 20-for-1. As a result, the comparative periods have been retroactively restated to reflect the share consolidation.

Revenue

Revenue increased by \$75.7 million to \$385.6 million for the three months ended March 31, 2026, from \$309.9 million for the three months ended March 31, 2025. The increase was primarily due to higher sales volumes of renewable diesel and attached emission credits, a higher average sales price for conventional and renewable diesel, higher gasoline sales volumes, higher crude oil marketing activities, and increased gas processing and higher sales volumes of propane and butane from the BRC. The increases were offset in part by lower sales volumes of conventional diesel as diesel inventories were built in anticipation of the scheduled cleaning and maintenance outage at the PGR during April 2026, lower sales volumes of detached emissions credits, and lower prices for NGLs.

Net throughput volumes at Tidewater's natural gas processing and extraction facilities averaged 185 MMcf/d during the first quarter of 2026, a 5% increase compared with 177 MMcf/d in the same period of 2025. The increase was primarily due to higher throughput from the long-term gas handling and NGL supply agreements at the BRC announced in January 2026, offset in part by the absence of volumes from the Sylvan Lake Gas Processing Facility which was sold during the fourth quarter of 2025.

Operating expenses

Operating expenses increased by \$21.3 million to \$327.6 million for the three months ended March 31, 2026, from \$306.3 million for the three months ended March 31, 2025. The increase was primarily due to higher crude oil marketing activities, higher throughput at the HDRD Complex resulting in higher feedstock consumption, and higher CFR compliance costs, partially offset by \$6.1 million of expected proceeds from the BPI. Also offsetting the increase in operating costs was the absence of net tolls paid to Pembina between the Western Pipeline Transaction effective date of January 1, 2025 and March 31, 2025. The net

tolls paid during 2025 were reimbursed to Tidewater as part of the closing adjustments for the Western Pipeline Transaction.

General and administrative

General and administrative expenses for the three months ended March 31, 2026, were \$9.2 million, compared to \$6.8 million for the three months ended March 31, 2025. The increase was primarily due to higher employee expenses.

Share-based compensation

For the three months ended March 31, 2026, share-based compensation costs were \$1.1 million, relatively consistent with \$1.3 million for the three months ended March 31, 2025.

Depreciation

Depreciation expense for the three months ended March 31, 2026, was \$14.8 million, relatively consistent with \$15.0 million for the three months ended March 31, 2025.

Finance costs and other

Finance costs and other for the three months ended March 31, 2026, were \$15.6 million, compared to \$16.7 million in the same period of 2025. The decrease was largely due to lower average interest rates and debt drawn on the Tidewater Midstream Senior Credit Facility.

Finance costs and other includes interest on the Senior Credit Facilities, second lien debt, convertible debentures, as well as other bank fees and financing costs, and non-cash interest expenses. Non-cash interest expenses include unrealized foreign exchange gains or losses, and accretion expense on the Corporation's decommissioning obligations, lease liabilities and long-term debt.

Realized loss on derivative contracts

The realized loss on derivative contracts for the three months ended March 31, 2026, was \$4.3 million compared to a realized loss of \$6.5 million in the same period of 2025. The realized loss during the three months ended March 31, 2026, was primarily related to the settlement of crack spread, power and vegetable oil derivative contracts. The realized loss during the three months ended March 31, 2025, largely related to the settlement of vegetable oil derivative contracts.

Unrealized loss (gain) on derivative contracts

The unrealized non-cash loss on derivative contracts for the three months ended March 31, 2026, was \$32.3 million compared to an unrealized non-cash gain of \$4.5 million for the three months ended March 31, 2025. The change was primarily due to fluctuations in crack spread and power derivative contracts. In addition, an unrealized non-cash revaluation loss of \$5.3 million for the three months ended March 31, 2026, compared to a non-cash revaluation loss of \$4.5 million for the same period in 2025, was recognized on the revaluation of Tidewater Renewables' warrant liability to fair value. Changes in the fair value of the warrants are influenced by movements in Tidewater Renewables' share price, volatility assumptions, and other market-based inputs.

The fair value of a derivative contract is the estimated value to settle the outstanding contracts at a point in time. The unrealized gains or losses on these financial instruments are recorded in the statement of net income and comprehensive income and may fluctuate quarter-over-quarter with price volatility. Unrealized gains and losses on derivative contracts do not impact net cash provided by operating activities or distributable cash flow. Actual gains or losses realized on the eventual cash settlement can vary due to subsequent fluctuations in commodity prices as compared to the valuation assumptions.

Loss on sale of assets

During the first quarter of 2026, Tidewater recognized a loss on sale of assets of \$3.7 million related to certain non-core assets disposed of in the quarter.

Income from equity investments

During the three months ended March 31, 2026, Tidewater Renewables' equity investment in Rimrock Cattle Company Ltd. generated income of \$4.6 million compared to \$6.6 million during the three months ended March 31, 2025. The decrease in the current quarter was primarily driven by reduced cattle sales volumes and a lower non-cash unrealized gain resulting from a mark-to-market revaluations of the cattle inventory, as compared to the same period in the prior year.

Deferred income tax expense

During the three months ended March 31, 2026, the Corporation recognized deferred income tax expense of \$3.4 million compared to \$NIL during the same period of 2025. The deferred tax expense primarily relates to the utilization of available tax pools in Tidewater Renewables against taxable income generated during the period.

Net loss attributable to shareholders

During the three months ended March 31, 2026, Tidewater generated a net loss attributable to shareholders of \$27.1 million compared to a net loss attributable to shareholders of \$31.8 million for the three months ended March 31, 2025. The smaller net loss was primarily due to higher operating income, offset in part by unfavorable changes in the fair value of derivative contracts, lower income from equity investments, and higher deferred tax expense.

Capital Expenditures

The following table summarizes growth and maintenance capital expenditures for the three months ended March 31, 2026 and 2025:

<i>(in millions of Canadian dollars)</i>	Three months ended March 31,	
	2026	2025
Growth capital ⁽¹⁾	\$ 1.1	\$ 2.0
Maintenance capital ⁽¹⁾	2.0	1.6
Total capital expenditures	\$ 3.1	\$ 3.6
Capital emission credits awarded ⁽²⁾	\$ (1.0)	\$ (1.2)

(1) Supplementary financial measure. See the “Non-GAAP Measures” section of this MD&A.

(2) During the three months ended March 31, 2026, \$NIL capital emission credits were monetized (three months ended March 31, 2025 - \$1.3 million).

Growth capital

Consolidated growth capital expenditures for the three months ended March 31, 2026, were \$1.1 million compared to \$2.0 million in the same period of 2025 and primarily related to optimization work on the SAF project, which is partially funded through an amended initiative agreement that was executed with the Government of BC in September 2025 (the “Amended Initiative Agreement”). The Amended Initiative Agreement provides additional BC LCFS Credits to support optimization efforts ahead of a targeted 2026 final investment decision. Other growth capital expenditures in the period related to piping and infrastructure work to connect renewable feedstocks from the HDRD Complex into the PGR FCC co-processing unit.

Growth capital expenditures during the comparative period were primarily related to advancing front-end engineering design work on Tidewater Renewables’ SAF project.

Maintenance capital

Tidewater places a high priority on the maintenance of its assets to provide a safe operating environment for employees and reliable services to its customers. Maintenance capital expenditures of \$2.0 million for the three months ended March 31, 2026, were primarily for variable frequency drive enhancements on the Western Pipeline, sulfur pit reactivation work at the Ram River Gas Plant, and various smaller maintenance and optimization projects at the BRC.

Maintenance capital expenditures for the three months ended March 31, 2025, were \$1.6 million and were largely related to maintenance work at the BRC.

SUMMARY OF QUARTERLY RESULTS

The following table presents a summary of Tidewater’s quarterly results for the last eight quarters:

<i>(In millions of Canadian dollars, except per share information)</i>	Q1 2026	Q4 2025	Q3 2025	Q2 2025
Revenue	\$ 385.6	\$ 314.1	\$ 353.9	\$ 340.6
Net loss attributable to shareholders	(27.1)	(30.0)	(34.1)	(16.3)
Net loss per share attributable to shareholders – basic and diluted ⁽¹⁾	(1.25)	(1.39)	(1.58)	(0.75)
Consolidated adjusted EBITDA ⁽²⁾	\$ 49.7	\$ 3.0	\$ 16.2	\$ 16.0

(1) On August 28, 2025, the Corporation completed a share consolidation of the Tidewater Midstream common shares at a consolidation ratio of 20-for-1. As a result, the comparative periods have been retroactively restated to reflect the share consolidation.

(2) Non-GAAP financial measure. See the “Non-GAAP Measures” section of this MD&A.

<i>(In millions of Canadian dollars, except per share information)</i>	Q1 2025	Q4 2024	Q3 2024	Q2 2024
Revenue	\$ 309.9	\$ 362.0	\$ 377.7	\$ 461.3
Net loss attributable to shareholders	(31.8)	(3.3)	(7.3)	(4.7)
Net loss per share attributable to shareholders – basic and diluted ⁽¹⁾	(1.48)	(0.15)	(0.34)	(0.22)
Consolidated adjusted EBITDA ⁽²⁾	\$ (3.7)	\$ 20.0	\$ 29.2	\$ 45.3

(1) On August 28, 2025, the Corporation completed a share consolidation of the Tidewater Midstream common shares at a consolidation ratio of 20-for-1. As a result, the comparative periods have been retroactively restated to reflect the share consolidation.

(2) Non-GAAP financial measure. See the “Non-GAAP Measures” section of this MD&A.

LIQUIDITY AND CAPITAL RESOURCES

Liquidity

The Corporation’s primary liquidity and capital resource needs are to fund ongoing capital expenditures, future growth opportunities, interest payments, and working capital requirements. Tidewater anticipates that net cash provided by operating activities, cash available from its Senior Credit Facilities, proceeds from the sale of emission credits, proceeds from the sale of non-core assets, and other sources of financing will be sufficient to meet its obligations and financial commitments and provide sufficient funding for anticipated capital expenditures.

The Corporation has hedged approximately 50% of 2026 crack spread exposure to manage commodity price volatility. Tidewater is continually working to optimize its netbacks on its diesel and gasoline.

Tidewater Renewables’ liquidity position is also supported by a proactive hedging program and disciplined commercial execution. Current hedging activities cover approximately 50% of its renewable diesel sales and associated feedstock purchases, locking in strong gross margins and reducing exposure to commodity price volatility. Furthermore, over 90% of 2026 forecasted renewable diesel production is committed under offtake agreements. The majority of these contracts utilize U.S. import parity pricing benchmarks, aligning realized prices with North American market values and ensuring consistent cash flow generation.

Debt Financing

The following table summarizes Tidewater’s credit facilities and debt outstanding as at March 31, 2026:

<i>(in millions of Canadian dollars)</i>	Maturity Date	Rate	Facility Amount	Amount Drawn
Tidewater Midstream Senior Credit Facility	August 30, 2027	variable	\$ 297.2	\$ 275.2
Convertible debentures	June 30, 2029	fixed	100.0	100.0
Tidewater Midstream Total			\$ 397.2	\$ 375.2
Tidewater Renewables Senior Credit Facility	February 28, 2027	variable	40.0	22.9
Tidewater Renewables Second Lien Credit Facility	October 24, 2027	variable	183.9	183.9
Tidewater Renewables Total			\$ 223.9	\$ 206.8
Tidewater Consolidated			\$ 621.1	\$ 582.0

Tidewater Midstream and Tidewater Renewables each have a revolving credit facility (each a “Senior Credit Facility” and together, the “Senior Credit Facilities”) with a syndicate of banks. The Corporation’s Senior Credit Facilities are used to provide financing for working capital, to fund capital expenditures and acquisitions, and for other general corporate purposes. The Senior Credit Facilities and Tidewater Renewables’ second lien credit facility (the “Second Lien Credit Facility”) are not cross guaranteed, are not subject to cross defaults, nor are Tidewater Midstream and Tidewater Renewables consolidated for the purposes of covenant testing or availability.

The Corporation does not have any off-balance sheet arrangements that have or are reasonably likely to have a current or future effect on the Corporation’s financial performance. Credit facilities held by Tidewater’s equity accounted investees are non-recourse to both Tidewater Midstream and Tidewater Renewables.

Tidewater Midstream

The following facilities are available to Tidewater Midstream under its Senior Credit Facility:

<i>(in millions of Canadian dollars)</i>	Facility Amount	Maturity Date	Amount Drawn March 31, 2026
Syndicated facility	\$ 125.0	August 30, 2027	\$ 122.5
Operating facility	50.0	August 30, 2027	30.5
Term facility ⁽¹⁾	122.2	August 30, 2027	122.2
Tidewater Midstream Senior Credit Facility	\$ 297.2		\$ 275.2

(1) The term facility is subject to mandatory quarterly repayments of \$5.0 million. Amounts repaid on the term facility may not be re-borrowed.

The Tidewater Midstream Senior Credit Facility can be drawn in either Canadian or U.S. funds and bears interest at the agent bank’s prime lending rate or adjusted Canadian Overnight Repo Rate Average (“CORRA”) or Secured Overnight Financing Rate (“SOFR”), plus applicable margins and stamping fees. For further details on the Tidewater Midstream Senior Credit Facility, readers should refer to the Fifth Amended and Restated Credit Agreement between Tidewater Midstream and National Bank of Canada available on Tidewater Midstream’s profile on SEDAR+ at www.sedarplus.ca.

On March 23, 2026, Tidewater Midstream made several amendments to its Senior Credit Facility. The amendments revised the Tidewater Midstream financial covenant requirements beginning March 31, 2026, details of which are discussed further in the **Financial Covenants** section of this MD&A. Additionally, the March 23, 2026 amendments extended the maturity dates of the syndicated and operating

components of the Tidewater Midstream Senior Credit Facility from September 12, 2026 to August 30, 2027.

On occasion, Tidewater Midstream issues letters of credit in connection with transactions in which the counterparty requires such security. As at March 31, 2026, the Corporation had \$25.5 million in letters of credit issued to facilitate commercial transactions with third parties and to support regulatory requirements. The letters of credit are issued under separate facilities from the Senior Credit Facilities.

Tidewater Renewables

The Tidewater Renewables Senior Credit Facility can be drawn in Canadian funds and bears interest at the agent bank's prime lending rate or adjusted CORRA or SOFR lending rates, plus applicable margins and stamping fees. For further details on the Tidewater Renewables Senior Credit Facility, readers should refer to the Fourth Amended and Restated Credit Agreement between Tidewater Renewables and National Bank of Canada available on Tidewater Renewables' profile on SEDAR+ at www.sedarplus.ca.

In addition to its Senior Credit Facility, Tidewater Renewables has a Second Lien Credit Facility consisting of a tranche A facility in the aggregate principal amount of \$155.1 million, a tranche B facility in the aggregate principal amount of \$28.8 million, and a tranche C facility in the aggregate principal amount of \$43.0 million which may only be drawn in certain circumstances to refinance the Senior Credit Facility.

The Tidewater Renewables Second Lien Credit Facility is subordinate to the Senior Credit Facility and is subject to a number of customary covenants and restrictions.

Financial Covenants

Tidewater Midstream

Tidewater Midstream is required to maintain certain deconsolidated financial covenants. The calculations for each of these ratios are based on specific definitions in the agreements governing the Tidewater Midstream Senior Credit Facility, are not in accordance with GAAP, and cannot be directly calculated by referring to the Corporation's consolidated financial statements. For purposes of the covenant calculation, Tidewater Midstream's convertible debentures are excluded from the calculations. At March 31, 2026, Tidewater Midstream was in compliance with its financial covenants.

On March 23, 2026, the Tidewater Midstream Senior Credit Facility was amended to modify the financial covenant requirements for March 31, 2026, reverting back to the original financial covenant ratios applicable to its Senior Credit Facility for periods beginning June 30, 2026.

The covenant modifications are as follows:

Fiscal quarter ending	Deconsolidated debt to adjusted EBITDA ratio	Deconsolidated first lien senior debt to adjusted EBITDA ratio	Adjusted EBITDA to interest coverage ratio
March 31, 2026 ⁽¹⁾	Maximum 4.50:1	Maximum 4.50:1	Minimum 2.00:1
June 30, 2026, and beyond ⁽¹⁾	Maximum 4.00:1	Maximum 3.50:1	Minimum 2.50:1

(1) Covenant reporting at March 31, 2026, to be calculated based on three months annualized, at June 30, 2026, on six months annualized, at September 30, 2026, on nine months annualized, and December 31, 2026, and beyond, on the trailing-twelve months.

The following is a list of Tidewater Midstream's deconsolidated financial covenants as at March 31, 2026:

	Ratio	March 31, 2026
Deconsolidated debt to adjusted EBITDA ⁽¹⁾	Maximum 4.50:1	3.52
Deconsolidated first lien senior debt to adjusted EBITDA ⁽²⁾	Maximum 4.50:1	3.52
Adjusted EBITDA to interest coverage	Minimum 2.00:1	2.96

(1) Deconsolidated debt includes the syndicated, operating, and term facilities under the Tidewater Midstream Senior Credit Facility and excludes the Tidewater Renewables Senior Credit Facility, Second Lien Credit Facility, and convertible debentures.

(2) Deconsolidated first lien senior debt includes the syndicated, operating, and term facilities under the Tidewater Midstream Senior Credit Facility and excludes the Tidewater Renewables Senior Credit Facility, Second Lien Credit Facility, and convertible debentures.

Tidewater Renewables

Tidewater Renewables is required to maintain certain deconsolidated financial covenants. The calculations for each of these ratios are based on specific definitions in the agreements governing Tidewater Renewables' Senior Credit Facility and the Second Lien Credit Facility, are not in accordance with GAAP, and cannot be directly calculated by referring to Tidewater Renewables' financial statements. At March 31, 2026, Tidewater Renewables was in compliance with its financial covenants.

The following is a list of Tidewater Renewables financial covenants as at March 31, 2026:

	Ratio	March 31, 2026
Tidewater Renewables debt to adjusted EBITDA ⁽¹⁾⁽²⁾	Maximum 4.50:1	2.19
Adjusted EBITDA to interest coverage ⁽²⁾	Minimum 2.50:1	6.46

(1) Debt to adjusted EBITDA ratio for the fiscal quarter ending June 30, 2026, not greater than 4:00:1, fiscal quarter ending September 30, 2026, not greater than 3.50:1, for fiscal quarter ending December 31, 2026 and beyond, not greater than 3.00:1.

(2) Adjusted EBITDA for covenant reporting at March 31, 2026, to be calculated based on three months annualized, at June 30, 2026, on six months annualized, at September 30, 2026, on nine months annualized, and December 31, 2026, and beyond, on the trailing-twelve months. Interest is to be calculated on a trailing-twelve month basis.

Cash Flow Summary

The following table summarizes the Corporation's sources and uses of funds for the three months ended March 31, 2026 and 2025:

<i>(in millions of Canadian dollars)</i>	Three months ended March 31,	
	2026	2025
Cash flows provided by (used in)		
Operating activities	\$ 6.1	\$ (14.7)
Financing activities	\$ (9.2)	\$ (7.1)
Investing activities	\$ 2.0	\$ 21.8

Net cash provided by (used in) operating activities

Net cash provided by operating activities was \$6.1 million for the three months ended March 31, 2026, compared to net cash used in operating activities of \$14.7 million for the three months ended March 31, 2025. The change was primarily due to a higher gross margin in the current quarter offset in part by changes in working capital.

Net cash provided by (used in) operating activities will fluctuate quarter-over-quarter due to inventory balances at the PGR and the HDRD Complex, the commodity prices at which inventory is bought and sold,

and seasonal demand. Commodity prices and inventory fluctuate period over period and, accordingly, working capital requirements also fluctuate with changes in commodity prices and demand.

Net cash used in financing activities

Net cash used in financing activities was \$9.2 million for the three months ended March 31, 2026, compared to net cash used in financing activities of \$7.1 million for the three months ended March 31, 2025. The change was primarily due to lower advances of debt on the Senior Credit Facilities and changes in working capital, offset in part by lower payments for lease obligations and interest.

Net cash provided by investing activities

Net cash provided by investing activities was \$2.0 million for the three months ended March 31, 2026, compared to net cash provided by investing activities of \$21.8 million for the same period in 2025. The net cash provided by investing activities in the current period was largely related to changes in working capital offset in part by capital expenditures for SAF optimization work, renewable feedstock connection work at the PGR, and capital maintenance projects on the Western Pipeline and at the BRC and Ram River Gas Plant. The net cash provided by investing activities in the comparative period was largely due to the proceeds from the sale of the BRC Roadway network during the first quarter of 2025 and the divestiture of Tidewater Renewables' investment in RNG LP, offset in part by changes in non-cash working capital.

CONTRACTUAL LIABILITIES AND COMMITMENTS

The Corporation had the following contractual obligations and commitments, including those recognized as leases, as at March 31, 2026:

<i>(in millions of Canadian dollars)</i>	Less than one year	One to five years	More than five years	Total
Accounts payable, accrued liabilities and provisions	\$ 272.6	\$ -	\$ -	\$ 272.6
Derivative contracts	28.9	1.7	-	30.6
Lease liabilities and other ⁽¹⁾	8.3	8.3	-	16.6
Bank debt ⁽²⁾	42.9	255.2	-	298.1
Second lien debt ⁽²⁾	-	183.9	-	183.9
Convertible debentures interest ⁽³⁾	8.0	18.0	-	26.0
Convertible debentures repayment ⁽²⁾	-	100.0	-	100.0
Firm transportation contracts ⁽⁴⁾	21.2	36.9	4.7	62.8
Total	\$ 381.9	\$ 604.0	\$ 4.7	\$ 990.6

(1) Amounts represent the expected undiscounted cash payments related to lease liabilities and other.

(2) Amounts represent undiscounted principal only and exclude accrued interest.

(3) Fixed interest payments on the convertible debentures. The convertible debentures mature on June 30, 2029.

(4) Fixed transportation contracts are presented gross of flow-through operating cost recoveries from customers.

OUTSTANDING EQUITY

As at May 4, 2026, Tidewater Midstream had the following outstanding common shares, restricted share units (“RSUs”), deferred share units (“DSUs”) and stock options (“Options”):

<i>(In thousands)</i>	
Common shares	21,846
RSUs	947
DSUs	82
Options	958

TRANSACTIONS WITH RELATED PARTIES

Transactions with related parties are in the normal course of business and are recorded at market rates.

For the three months ended March 31, 2026, Tidewater had no other transactions with related parties, except those pertaining to contributions to Tidewater’s long-term incentive plans and remuneration of key management personnel in the ordinary course of their employment.

FINANCIAL INSTRUMENTS

Tidewater’s financial instruments consist of cash and cash equivalents, accounts receivable, derivative contracts, investments, accounts payable and accrued liabilities, bank debt, second lien debt, and convertible debentures. Tidewater employs risk management strategies and policies to ensure that any exposure to market risks are in compliance with the Corporation’s business objectives and risk tolerance levels.

The majority of Tidewater’s accounts receivable are due from entities in the oil and gas industry and are subject to normal industry credit risks. Tidewater evaluates and monitors the financial strength of its customers in accordance with its credit policy. Financial assurances received to mitigate and reduce risk may include letters of credit and prepayments.

With respect to counterparties for financial instruments used for hedging purposes, the Corporation limits its credit risk through dealing with recognized futures exchanges or investment-grade financial institutions and by maintaining credit policies which minimize overall counterparty credit risk.

The Corporation enters into certain financial derivative contracts to manage commodity price, power, interest and foreign exchange risk. These instruments are not used for speculative purposes. The Corporation has not designated its financial derivative contracts as effective accounting hedges.

Derivative contracts are recorded on the consolidated statement of financial position at fair value, with changes in the fair value being recognized as an unrealized gain or loss on the consolidated statement of net income.

RISK FACTORS

The Corporation continually works to mitigate the impact of risks to its business by identifying all significant risks so that they can be appropriately managed. The risks that may affect the business and operations of Tidewater are described within the Corporation’s Annual Information Form (“AIF”), a copy

of which is available on Tidewater’s SEDAR+ profile at www.sedarplus.ca. The Corporation’s financial risks are discussed in the Financial Statements.

Additionally, the Corporation faces certain risks as the majority shareholder of Tidewater Renewables including, without limitation, liquidity risk, commodity price risk (including in respect of the markets for BC LCFS Credits, CFR Emission Credits, and other carbon credits, rebates, tax credits, grants and other incentives), equity risk, credit risk and risks related to changes in environmental regulations, economic, political or market conditions and the regulatory environment. Although the Corporation is able to exert some influence on Tidewater Renewables through its voting rights and a shared services agreement whereby the Corporation provides certain management and administrative services to Tidewater Renewables, the ability to mitigate these risks is not fully within the Corporation’s control.

CRITICAL ACCOUNTING JUDGMENTS AND ESTIMATES

Certain accounting policies require that management make estimates and assumptions that affect the reported amounts of assets, liabilities, revenues and expenses. Management reviews its estimates on a regular basis. The emergence of new information and changed circumstances may result in actual results that differ materially from these estimates. The Corporation’s use of estimates and judgments is discussed in note 2 of the audited consolidated financial statements for the year ended December 31, 2025, a copy of which is available on Tidewater Midstream’s SEDAR+ profile at www.sedarplus.ca. There have been no material changes to the Corporations critical accounting estimates and judgements during the three months ended March 31, 2026.

CONTROL ENVIRONMENT

Management, including the Corporation’s Chief Executive Officer and Chief Financial Officer, have designed, or caused to be designed under their supervision, disclosure controls and procedures (“DC&P”) and internal controls over financial reporting (“ICFR”), as defined by National Instrument 52-109 – *Certification of Disclosure in Issuers’ Annual and Interim Filings*. The control framework used to design the Corporation’s ICFR is the Committee of Sponsoring Organizations of the Treadway Commission Framework in Internal Control – Integrated Framework (2013). These controls and procedures are designed to provide reasonable assurance that material information relating to Tidewater’s business is made known to them, is reported on a timely basis, that financial reporting is reliable, and the preparation of financial statements for external purposes is in accordance with IFRS.

There were no changes in the three months ended March 31, 2026, that had, or are likely to have, a material impact on the Corporation’s DC&P or ICFR and management has evaluated the Corporation’s DC&P and ICFR as at March 31, 2026 and concluded that both ICFR and DC&P were effective, in all material respects, as at such date.

Internal control systems, no matter how well designed, have inherent limitations. Therefore, even those systems determined to be effective can provide only reasonable and not absolute assurance that the objectives of the control system will be met. As a result of inherent limitations in all control systems, they cannot provide absolute assurance that all control issues and instances of fraud, if any, within the Corporation have been prevented or detected. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions or deterioration in the degree of compliance with the Corporation’s policies or procedures.

NON-GAAP MEASURES

Throughout this MD&A and in other materials disclosed by the Corporation, Tidewater uses a number of non-GAAP financial measures, non-GAAP ratios, capital management measures and supplementary financial measures when assessing its results and measuring overall performance. The intent of non-GAAP measures and ratios is to provide additional useful information to investors and analysts. These non-GAAP financial measures and ratios do not have a standardized meaning prescribed by GAAP and are therefore unlikely to be comparable to similar measures presented by other entities.

As such, these measures should not be considered in isolation or used as a substitute for measures of performance prepared in accordance with GAAP. Except as otherwise indicated, these non-GAAP financial measures and ratios will be calculated and disclosed on a consistent basis from period to period. Specific adjusting items may only be relevant in certain periods.

The following are the Corporation's non-GAAP financial measures, non-GAAP ratios, capital management measures, and supplementary financial measures.

Non-GAAP Financial Measures

The non-GAAP financial measures used by the Corporation are adjusted EBITDA and distributable cash flow.

Consolidated and deconsolidated adjusted EBITDA

Consolidated adjusted EBITDA is calculated as net (loss) income before finance costs, taxes, depreciation, share-based compensation, unrealized gains and losses on derivative contracts, transaction costs, gains and losses on the sale of assets, and other items considered non-recurring in nature, plus the Corporation's proportionate share of EBITDA in its equity investments. Deconsolidated adjusted EBITDA is calculated as consolidated adjusted EBITDA less the portion of consolidated adjusted EBITDA attributable to Tidewater Renewables.

In accordance with IFRS, Tidewater's jointly controlled investments are accounted for using equity accounting. Under equity accounting, net earnings from investments in equity accounted investees are recognized in a single line item in the consolidated statement of net (loss) income and comprehensive (loss) income. The adjustments made to net (loss) income, as described above, are also made to the share of profit from investments in equity accounted investees.

Consolidated adjusted EBITDA is used by management to set objectives, make operating and capital investment decisions, monitor debt covenants and assess performance. In addition to its use by management, Tidewater also believes consolidated adjusted EBITDA is a measure widely used by securities analysts, investors, lending institutions, and others to evaluate the financial performance of the Corporation and other companies in the midstream industry. From time to time, the Corporation issues guidance on this key measure. As a result, consolidated adjusted EBITDA is presented as a relevant measure in the MD&A to assist analysts and readers in assessing the performance of the Corporation as seen from management's perspective. In addition to reviewing consolidated adjusted EBITDA, management reviews deconsolidated adjusted EBITDA to highlight the Corporation's performance, excluding the portion of consolidated adjusted EBITDA attributable to Tidewater Renewables. Investors should be cautioned that consolidated adjusted EBITDA and deconsolidated adjusted EBITDA should not be construed as alternatives to net (loss) income, net cash provided by operating activities or other

measures of financial results determined in accordance with GAAP as an indicator of the Corporation's performance and may not be comparable to companies with similar calculations.

The following table reconciles net loss, the nearest GAAP measure, to adjusted EBITDA:

<i>(in millions of Canadian dollars)</i>	Three months ended March 31,	
	2026	2025
Net loss	\$ (21.8)	\$ (31.9)
Deferred income tax expense	3.4	-
Depreciation	14.8	15.0
Finance costs and other	15.6	16.7
Share-based compensation	1.1	1.3
Loss on sale of assets	3.7	0.1
Unrealized loss (gain) on derivative contracts	32.3	(4.5)
Transaction costs	-	0.2
Non-recurring expenses	4.8	4.3
Adjustment to share of profit from equity accounted investments	(4.2)	(4.9)
Consolidated adjusted EBITDA	\$ 49.7	\$ (3.7)
Less: Consolidated adjusted EBITDA attributable to Tidewater Renewables	(24.1)	(2.4)
Deconsolidated adjusted EBITDA	\$ 25.6	\$ (6.1)

Distributable cash flow and deconsolidated distributable cash flow attributable to shareholders

Distributable cash flow is calculated as net cash provided by (used in) operating activities before changes in non-cash working capital, plus cash distributions from investments, transaction costs, non-recurring transactions, and less other expenditures that use cash from operations. Also deducted is the distributable cash flow of Tidewater Renewables that is attributed to non-controlling interest shareholders. Management believes distributable cash flow is a useful metric for investors when assessing the amount of cash flow generated from normal operations.

Changes in non-cash working capital are excluded from the determination of distributable cash flow because they are primarily the result of seasonal fluctuations or other temporary changes and are generally funded with short-term debt or cash flows from operating activities. Transaction costs are added back as they can vary significantly based on the Corporation's acquisition and disposition activity. Non-recurring transactions that do not reflect Tidewater's ongoing operations are also excluded. Lease payments, interest and financing charges, and maintenance capital expenditures, including turnarounds, are deducted as they are ongoing recurring expenditures which are funded from operating cash flows.

Deconsolidated distributable cash flow is calculated by subtracting the portion of Tidewater Renewables' distributable cash flow that is attributed to shareholders of Tidewater from distributable cash flow attributable to shareholders.

The following table reconciles net cash provided by (used in) operating activities, the nearest GAAP measure, to distributable cash flow and deconsolidated distributable cash flow:

<i>(in millions of Canadian dollars)</i>	Three months ended March 31,	
	2026	2025
Net cash provided by (used in) operating activities	\$ 6.1	\$ (14.7)
Add (deduct):		
Changes in non-cash operating working capital	37.2	3.8
Transaction costs	-	0.2
Non-recurring expenses	4.8	4.3
Interest and financing charges	(10.2)	(11.5)
Payment of lease liabilities and other, net of sublease payments	(2.3)	(3.0)
Maintenance capital	(2.0)	(1.6)
Tidewater Renewables' distributable cash flow to non-controlling interest shareholders	(6.3)	1.7
Distributable cash flow attributable to shareholders	\$ 27.3	\$ (20.8)
Tidewater Renewables' distributable cash flow attributed to shareholders of Tidewater	\$ (12.1)	\$ 3.1
Deconsolidated distributable cash flow attributable to shareholders	\$ 15.2	\$ (17.7)

Non-GAAP Financial Ratios

Tidewater uses non-GAAP financial ratios to present aspects of its financial performance or financial position, primarily distributable cash flow per share.

Distributable cash flow and deconsolidated distributable cash flow per share

Distributable cash flow per share is calculated as distributable cash flow attributable to shareholders divided by the basic or diluted weighted average number of common shares outstanding for the period. Deconsolidated distributable cash flow per share is calculated as deconsolidated distributable cash flow attributable to shareholders divided by the basic or diluted weighted average number of common shares outstanding for the period. Management believes that these measures provide investors an indicator of funds generated from the business that could be allocated to each shareholder's equity position.

<i>(in millions of Canadian dollars except share and per share information)</i>	Three months ended March 31,	
	2026	2025
Distributable cash flow attributable to shareholders	\$ 27.3	\$ (20.8)
Deconsolidated distributable cash flow attributable to shareholders	\$ 15.2	\$ (17.7)
Weighted average common shares outstanding – basic and diluted (millions) ⁽¹⁾	21.7	21.6
Distributable cash flow per share – basic and diluted ⁽¹⁾	\$ 1.26	\$ (0.96)
Deconsolidated distributable cash flow per share – basic and diluted ⁽¹⁾	\$ 0.70	\$ (0.82)

(1) On August 28, 2025, the Corporation completed a share consolidation of the Tidewater Midstream common shares at a consolidation ratio of 20-for-1. As a result, the comparative periods have been retroactively restated to reflect the share consolidation.

Capital Management Measures

Tidewater's methods for managing capital and liquidity are discussed in the **LIQUIDITY AND CAPITAL RESOURCES** section of this MD&A and within note 25 of the consolidated audited financial statements for the year ended December 31, 2025.

Consolidated and deconsolidated net debt

Consolidated net debt is defined as bank debt, second lien debt, and convertible debentures, less cash and cash equivalents. Consolidated net debt is used by the Corporation to monitor its capital structure and financing requirements. It is also used as a measure of the Corporation's overall financial strength.

In addition to reviewing consolidated net debt, management reviews deconsolidated net debt to highlight Tidewater Midstream's financial flexibility, balance sheet strength and leverage. Deconsolidated net debt is calculated as consolidated net debt less the portion attributable to Tidewater Renewables.

Consolidated and deconsolidated net debt exclude working capital, lease liabilities and derivative contracts as the Corporation monitors its capital structure based on deconsolidated net debt to deconsolidated adjusted EBITDA, consistent with its credit facility covenants as described in the **LIQUIDITY AND CAPITAL RESOURCES** section.

The following table reconciles consolidated and deconsolidated net debt:

<i>(in millions of Canadian dollars)</i>	March 31, 2026	March 31, 2025
Tidewater Midstream Senior Credit Facility	\$ 275.2	\$ 284.7
Tidewater Renewables Senior Credit Facility	22.9	22.0
Tidewater Renewables Second Lien Credit Facility	183.9	178.8
Convertible debentures - principal	100.0	100.0
Cash	-	(0.1)
Consolidated net debt	\$ 582.0	\$ 585.4
Less: Tidewater Renewables Senior Credit Facility	(22.9)	(22.0)
Less: Tidewater Renewables Second Lien Credit Facility	(183.9)	(178.8)
Add: Tidewater Renewables cash	-	0.1
Deconsolidated net debt	\$ 375.2	\$ 384.7

Supplementary Financial Measures

"Growth capital" expenditures are generally defined as expenditures which are recoverable or incrementally increase cash flow or earnings potential of assets, expand the capacity of current operations or significantly extend the life of existing assets. This measure is used by the investment community to assess the extent of discretionary capital spending.

"Maintenance capital" expenditures are generally defined as expenditures which support and/or maintain the current capacity, cash flow or earnings potential of existing assets without the associated benefits characteristic of growth capital expenditures. These expenditures include major inspections and overhaul costs that are required on a periodic basis. This measure is used by the investment community to assess the extent of non-discretionary capital spending. Maintenance capital is included in the calculation of distributable cash flow.

Deconsolidated “net (loss) income attributable to shareholders” is comprised of net income or loss attributable to shareholders, as determined in accordance with IFRS, less the net income or loss of Tidewater Renewables attributed to the shareholders of Tidewater.

Deconsolidated “net (loss) income attributable to shareholders – per share” is calculated by dividing deconsolidated “net income or loss attributable to shareholders” by the basic weighted average number of Tidewater Midstream common shares outstanding for the period.

Deconsolidated “Total capital expenditures” is comprised of consolidated capital expenditures, as disclosed in Tidewater’s statement of cash flows, less the capital expenditures of Tidewater Renewables.

OPERATIONAL DEFINITIONS

“bbl/d” means barrels per day.

“MMcf/d” means million cubic feet per day.

“BC LCFS Credits” are tradable certificates awarded to fuel producers, importers, or users who produce or use fuels with a carbon intensity lower than the required standard set by the Government of BC. These credits are earned when the carbon emissions of fuel are below the established threshold, and they can be bought and sold in a market to help companies meet their regulatory obligations. The purpose of these credits is to incentivize the use of cleaner, low-carbon fuels and to help reduce the overall greenhouse gas emissions in the transportation sector.

“CFR Emission Credits” means credits generated under the Canadian Clean Fuel Regulation.

“crack spread” refers to the general price differential between crude oil and the petroleum products refined from it.

“D4 RINS” means tradeable compliance credits created under the RFS by producing biomass-based diesel from qualifying renewable biomass, including blending such biomass-based diesel into petroleum-based transportation fuels, and meeting a 50% lifecycle GHG reduction, and utilized by obligated parties to meet annual renewable volume obligation targets.

“refinery yield” (expressed as a percentage) represents the percentage of finished product produced from inputs of crude oil and renewable feedstock as well as intermediates. Refinery yields are an important measure of refinery performance indicating the outputs that running a particular feedstock and intermediates through a refinery configuration will produce.

“throughput” with respect to a natural gas plant, means inlet volumes processed (including any off-load or reprocessed volumes); with respect to a pipeline, the estimated natural gas or liquid volume transported therein; and with respect to NGL processing facilities, means the volume of inlet NGLs processed.

“U.S.” meaning the United States of America, its territories and possessions, any state of the United States and the District of Columbia.

“utilization” or “utilization rate” means the throughput of a facility or unit divided by its design capacity.

“Western Pipeline Transaction” refers to the September 25, 2025, transaction between Tidewater and Pembina Pipeline Corporation and certain of its affiliates (collectively “Pembina”) for the acquisition of

the north segment of Pembina's Western Pipeline System (the "Western Pipeline"), through a wholly owned limited partnership for total cash consideration of approximately \$1.2 million, as well as the assumption of certain future abandonment and reclamation obligations and liabilities. The Western Pipeline is a crude oil pipeline originating in Taylor, BC and terminating in Prince George, BC. The Western Pipeline's connection at Taylor, BC is the key conduit tying the PGR into the northeastern BC crude oil supply region.

FORWARD-LOOKING INFORMATION

Certain statements contained in this MD&A constitute forward-looking statements and forward-looking information (collectively "forward-looking statements") within the meaning of applicable Canadian securities laws. Such forward-looking statements relate to future events, conditions or future financial performance of Tidewater based on future economic conditions and courses of action. All statements other than statements of historical fact may be forward-looking statements. Such forward-looking statements are often, but not always, identified by the use of any words such as "seek", "anticipate", "budget", "plan", "continue", "forecast", "estimate", "expect", "may", "will", "project", "predict", "potential", "targeting", "intend", "could", "might", "should", "believe", "will likely result", "are expected to", "will continue", "is anticipated", "believes", "estimated", "intends", "plans", "projection", "outlook" and similar expressions. These statements involve known and unknown risks, assumptions, uncertainties and other factors that may cause actual results or events to differ materially from those anticipated in such forward-looking statements. The Corporation 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 included in this MD&A should not be unduly relied upon.

In particular, this MD&A contains forward-looking statements pertaining to but not limited to the following:

- the Corporation's business objective;
- the receipt of BC LCFS Credits pursuant to initiative agreements entered into with the Government of BC, and the anticipated use thereof;
- the generation of CFR Emission Credits and BC LCFS Credits through the sale of low-carbon transportation fuels;
- expected amount of natural gas to be processed under the long-term agreements at the BRC;
- expected timing of the finalization of the contribution agreement by Tidewater Renewables;
- forecasted production of Tidewater Renewables under offtake agreements;
- Tidewater's guidance for Adjusted EBITDA and capital expenditures;
- Tidewater Renewables' guidance for Adjusted EBITDA, sales volume and capital expenditures;
- expected cost improvements and feedstock procurement optimization from the Western Pipeline Transaction;
- the development of the proposed SAF project, including the funding of optimization work, the expected timing of a final investment decision and the pursuit of long-term offtake agreements in relation thereto;
- the amount of annual consolidated adjusted EBITDA expected to be generated by the Corporation in 2026;
- Tidewater Renewables' qualification for the BPI, the associated incentive expected to be received by Tidewater Renewables under the BPI and the expected effect of the BPI on Tidewater Renewables and the Canadian renewable fuels sector;
- the percentage of forecasted diesel, gasoline and renewable diesel production subject to offtake agreements;

- the percentage of forecasted renewable diesel production expected to be sold inclusive of associated emission credits;
- the expected sale of volumes not sold under offtake agreements on the spot market;
- the amount of crack spread exposure hedged under derivative contracts and the expected effect of such hedging strategy;
- the amount of renewable diesel revenue and associated feedstock purchases hedged under derivative contracts and the expected effect of such hedging strategy;
- expectations regarding future opportunities for natural gas processing;
- Tidewater's view of the refined product market, including the renewable diesel market;
- marketing efforts regarding the Corporation's products;
- Tidewater's efforts to optimize its asset portfolio and divest certain non-core assets;
- ongoing discussions regarding potential transactions related to non-core Tidewater assets;
- the Government of Canada's intention to make targeted amendments to the CFR and the expected effect on the Corporation and the Canadian renewable fuels sector;
- the effect of contracted offtake agreements on Tidewater Renewables' liquidity and financial sustainability;
- the sale of remaining production from the HDRD Complex on the spot market;
- the Corporation's view of the of the renewable diesel and emissions credit markets;
- facility utilization at the PGR, BRC, and the HDRD Complex;
- Tidewater's business strategy and operational initiatives;
- the PGR maintenance schedule, including the next scheduled outage;
- the effect of the long-term gas handling and NGL supply agreements entered into in January 2026 on throughput at the BRC;
- the Corporation's efforts to optimize its netback on its diesel and gasoline;
- supply and demand for products and services;
- expected throughput and utilization, including causes of variances thereof;
- the Corporation's expectations of the demand for emission credits;
- natural gas pricing expectations;
- the resumption of operations at the Ram River Gas Plant;
- expectations for the Corporation's and Tidewater Renewables' capital program for 2026;
- the effect of movements in Tidewater Renewables' share price, volatility assumptions and other market-based inputs on the fair value of Tidewater Renewables' warrants;
- Tidewater's primary liquidity and capital resource needs;
- expectations regarding the sufficiency of net cash provided by operating activities, cash available from Senior Credit Facilities, proceeds from the sale of BC LCFS Credits, proceeds from the sale of non-core assets and other sources of financing to meet the Corporation's obligations and financial commitments and fund anticipated capital expenditures;
- requirements for the Corporation to refinance existing credit facilities, including changes in the terms thereof and the potential dilution of shareholders;
- the Corporation's use of letters of credit;
- requirements for the Corporation and Tidewater Renewables to maintain certain financial covenants, including upcoming changes to the Corporations financial covenants;
- the fluctuation of cash provided by operating activities due to changes in inventory, commodity prices and seasonal demand;
- the fluctuation of working capital requirements due to fluctuations in commodity prices and demand;

- the Corporation's use of risk management strategies and policies, including the evaluation of counterparty credit risk;
- the ability of the Corporation to limit its credit risk through dealing with recognized futures exchanges or investment-grade financial institutions and by maintaining credit policies which minimize overall counterparty credit risk; and
- the Corporation's use of financial derivative contracts to manage commodity price, power, interest and foreign exchange risk.

Although the forward-looking statements contained in this MD&A are based upon assumptions which management of the Corporation believes to be reasonable, the Corporation cannot assure investors that actual results will be consistent with these forward-looking statements. With respect to forward-looking statements contained in this MD&A, the Corporation has assumptions regarding, but not limited to:

- Tidewater's ability to execute on its business plan;
- the effect of Tidewater Renewables' business operations on Tidewater Midstream;
- the timely receipt of all governmental and regulatory approvals sought by the Corporation;
- the ability of the Corporation and Tidewater Renewables to refinance existing credit facilities when due and/or obtain additional financing on satisfactory terms;
- the continued support of governments of various levels for existing and proposed policy initiatives;
- the market for BC LCFS Credits, CFR Emission Credits, D4 RINs and California LCFS Credits;
- the effect of increasingly stringent CI reduction targets on obligated parties' operations and the emission credit market;
- general economic and industry trends;
- future commodity prices, including natural gas, crude oil, NGL and renewable energy prices;
- impacts of commodity prices and demand on the Corporation's working capital requirements;
- processing and marketing margins;
- impacts of seasonality and climate disruptions;
- future capital expenditures to be made by the Corporation;
- foreign currency, exchange and interest rates, and expectations relating to inflation;
- that there are no unforeseen events preventing the performance of contracts;
- the availability of equipment and personnel required for Tidewater to execute its business plan;
- the amount of future liabilities relating to lawsuits and environmental incidents and the availability of coverage under the Corporation's insurance policies;
- volume demands from the PGR and HDRD Complex are consistent with forecasts;
- successful negotiation and execution of agreements with counterparties;
- oil and gas industry exploration and development activity and the geographic region of such activity;
- the Corporation's ability to obtain and retain qualified staff and equipment in a timely and cost-effective manner;
- the amount of operating costs to be incurred;
- that there are no unforeseen costs relating to the facilities, not recoverable from customers;
- that distributable cash flow and net cash provided by operating activities are consistent with expectations;
- the availability of capital to fund operations and future capital requirements relating to existing assets and projects;
- the ability of Tidewater to successfully market its products;
- the successful integration of acquisitions and projects into the Corporation's existing business;

- the Corporation's future debt levels and the ability of the Corporation to repay its debt when due; and
- the other assumptions set forth in the Corporation's most recent AIF available under the Corporation's profile on SEDAR+ at www.sedarplus.ca

The Corporation's actual results could differ materially from those anticipated in the forward-looking statements, as a result of numerous known and unknown risks and uncertainties and other factors including but not limited to:

- changes in demand for refined and renewable products;
- general economic, political, market and business conditions, including fluctuations in interest rates, foreign exchange rates, stock market volatility, BC LCFS Credit market volatility, supply/demand trends, armed hostilities, acts of war, terrorism, cyberattacks, trade disruptions, diplomatic developments and inflationary pressures;
- the potential insufficiency of liquidity sources for Tidewater Renewables and the Corporation;
- activities of producers and customers and overall industry activity levels;
- failure to negotiate and conclude any required commercial agreements;
- the potential inability to refinance its existing debts;
- non-performance of agreements in accordance with their terms;
- failure to execute formal agreements with counterparties in circumstances where letters of intent or similar agreements have been executed and announced by Tidewater;
- the imposition of tariffs and the corresponding impact on producer activity and the supply and demand for Tidewater's products;
- failure to close transactions as contemplated and in accordance with negotiated terms;
- the conflicts in Ukraine and the Middle East and the corresponding impact on supply chains and the global economy;
- risks of health epidemics, pandemics, public health emergencies, quarantines, and similar outbreaks, which may have sustained material adverse effects on the Corporation's business financial position results of operations and/or cash flows;
- changes in environmental and other laws and regulations or the interpretations of such laws or regulations;
- cost of compliance with applicable regulatory regimes, including, but not limited to, environmental laws and regulations, including greenhouse gas emissions;
- Indigenous and landowner consultation requirements;
- climate change initiatives or policies or increased environmental regulation;
- receipt of third party, regulatory, environmental and governmental approvals and consents relating to Tidewater's capital projects can be obtained on the necessary terms and in a timely manner;
- that the resolution of any particular legal proceedings could have an adverse effect on the Corporation's operating results or financial performance;
- competition for, among other things, business capital, acquisition opportunities, requests for proposals, materials, equipment, labour, and skilled personnel;
- the ability to secure land and water, including obtaining and maintaining land access rights;
- operational matters, including potential hazards inherent in the Corporation's operations and the effectiveness of health, safety, environmental and integrity programs;
- actions by governmental authorities, including changes in regulation, tariffs and taxation;
- changes in operating and capital costs, including fluctuations in input costs;

- legal risks and environmental risks and hazards, including risks inherent in the transportation of NGLs and refining of light crude oils which may create liabilities to the Corporation in excess of the Corporation's insurance coverage, if any;
- actions by joint venture partners or other partners which hold interests in certain of the Corporation's assets;
- reliance on key relationships and agreements;
- losses of key customers;
- construction and engineering variables associated with capital projects, including the availability of contractors, engineering and construction services, accuracy of estimates and schedules, and the performance of contractors;
- the availability of capital on acceptable terms;
- changes in the credit-worthiness of counterparties;
- adverse claims made in respect of the Corporation's properties or assets;
- risks and liabilities associated with the transportation of dangerous goods and derailments;
- effects of weather conditions (such as severe weather or catastrophic events including, but not limited to, fires, floods, lightning, earthquakes, extreme cold weather, storms or explosions);
- reputational risks;
- the Corporation's reliance on key personnel;
- technology and security risks, including cybersecurity;
- potential losses stemming from any disruptions in production, including work stoppages or other labour difficulties, or disruptions in the transportation network on which the Corporation is reliant;
- technical and processing problems, including the availability of equipment and access to properties;
- changes in gas composition; and
- failure to realize the anticipated benefits of acquisitions, dispositions and capital projects.

The foregoing lists are not exhaustive. Additional information on these and other factors which could affect the Corporation's operations or financial results are included in the Corporation's most recent AIF and in other documents on file with the Canadian securities regulatory authorities. Additionally, the Corporation faces certain risks as the majority shareholder of Tidewater Renewables including, without limitation, liquidity risk, commodity price risk (including in respect of the markets for BC LCFS Credits, CFR Emission Credits and other carbon credits, rebates, tax credits, grants and other incentives), equity risk, credit risk and risks related to changes in environmental regulations, economic, political or market conditions and the regulatory environment.

Management of the Corporation has included the above summary of assumptions and risks related to forward-looking statements provided in this MD&A in order to provide holders of common shares in the capital of the Corporation with a more complete perspective on the Corporation's current and future operations and such information may not be appropriate for other purposes.

The Corporation's actual results, performance or achievement could differ materially from those expressed in, or implied by, these forward-looking statements and, accordingly, no assurance can be given that any of the events anticipated by the forward-looking statements will transpire or occur, or if any of them do occur, what benefits the Corporation will derive therefrom. Readers are therefore cautioned that the foregoing list of important factors is not exhaustive, and they should not unduly rely on the forward-looking statements included in this MD&A. Tidewater does not undertake any obligation to update publicly or to revise any of the included forward-looking statements, whether as a result of new information, future events or otherwise, other than as required by applicable securities law. All forward-looking statements contained in this MD&A are expressly qualified by this cautionary statement. Further

information about factors affecting forward-looking statements and management's assumptions and analysis thereof is available in filings made by the Corporation with Canadian provincial securities commissions available on SEDAR+ at www.sedarplus.ca.

The financial outlook information contained in this MD&A is based on assumptions about future events, including economic conditions and proposed courses of action, based on management's assessment of the relevant information currently available. Additionally, the financial outlook information contained in this MD&A is subject to the risk factors described above in respect of forward-looking information generally as well as any other specific assumptions and risk factors in relation to such financial outlook noted in this MD&A. Accordingly, readers are cautioned that the financial outlook information contained in this MD&A should not be used for purposes other than for which it is disclosed herein. The financial outlook information contained in this MD&A was approved by management as of the date such financial outlook information was announced and was provided for the purpose of providing further information about Tidewater's current expectations and plans for the future.