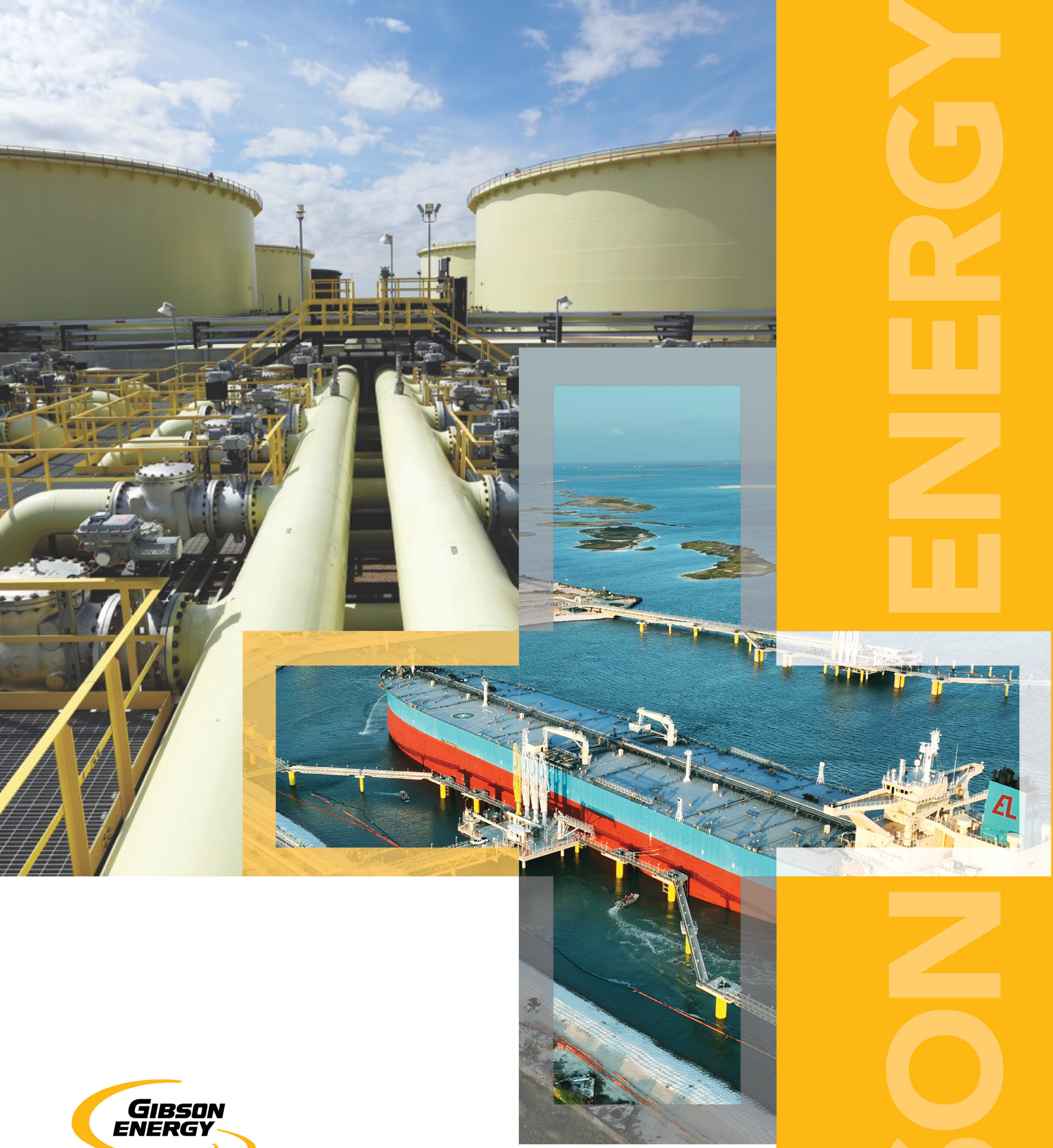

GIBSON ENERGY

MANAGEMENT'S DISCUSSION & ANALYSIS

2025 SECOND QUARTER REPORT

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Basis of Presentation

The following MD&A was approved by the Board of Gibson Energy Inc. ("we", "our", "us", "Gibson", "Gibson Energy" or the "Company") as of July 28, 2025, and should be read in conjunction with the unaudited condensed consolidated financial statements and related notes of the Company for the three and six months ended June 30, 2025 and 2024, and the audited consolidated financial statements and related notes of the Company for the years ended December 31, 2024, and 2023, prepared under IFRS Accounting Standards. Amounts are stated in thousands of Canadian dollars except volumes and per share data, unless otherwise noted. The unaudited condensed consolidated financial statements do not include all the annual disclosures required by IFRS Accounting Standards and should be read in conjunction with the audited consolidated financial statements and related notes for the fiscal years ended December 31, 2024 and 2023. Additional information about Gibson, including the AIF, is available on SEDAR+ at www.sedarplus.ca and on the Company's website at www.gibsonenergy.com. This MD&A contains forward-looking statements and specified financial measures and readers are cautioned that this MD&A should be read in conjunction with the Company's disclosures under "Forward-Looking Information" and "Specified Financial Measures". For a list of common terms or abbreviations used in this MD&A, refer to "Terms and Abbreviations".

Specified Financial Measures

The Company has identified certain specified financial measures that management believes provide meaningful information in assessing the Company's underlying performance. Readers are cautioned that these measures do not have a standardized meaning prescribed by GAAP and therefore may not be comparable to similar measures presented by other entities. Refer to the "Specified Financial Measures" section of this MD&A for a list and description of each measure, including, where applicable, reconciliations to the most directly comparable GAAP measure.

BUSINESS OVERVIEW

Gibson is a leading liquids infrastructure company with its principal businesses consisting of the storage, optimization, processing, and gathering of liquids and refined products, as well as waterborne vessel loading. Headquartered in Calgary, Alberta, the Company's operations are located across North America, with core terminal assets in Hardisty and Edmonton, Alberta, Ingleside and Wink, Texas, and a facility in Moose Jaw, Saskatchewan.

CONSOLIDATED FINANCIAL RESULTS

($ thousands, except where noted)	Three months ended June 30, 2025	2024	Change	Six months ended June 30, 2025	2024	Change
Revenue	2,759,642	3,233,072	(473,430)	5,507,352	6,521,680	(1,014,328)
Segment profit (1)	165,708	186,459	(20,751)	333,647	351,503	(17,856)
Adjusted EBITDA (2)	146,415	159,190	(12,775)	288,602	329,296	(40,694)
Net income	60,699	63,332	(2,633)	110,652	103,821	6,831
Cash flow from operating activities	99,380	(66,449)	165,829	221,232	126,384	94,848
Distributable cash flow (2)	81,280	101,485	(20,205)	172,054	215,949	(43,895)
Growth capital, acquisitions and equity investments (3)	43,391	35,173	8,218	77,325	66,595	10,730
Basic income per share ($/share)	0.37	0.39	(0.02)	0.68	0.64	0.04
Diluted income per share ($/share)	0.37	0.38	(0.01)	0.67	0.63	0.04
Dividends declared	70,394	66,652	3,742	140,786	133,272	7,514
Dividends ($/share)	0.43	0.41	0.02	0.86	0.82	0.04

	Trailing twelve months ended June 30, 2025	2024	Change
Ratios			
Net debt to adjusted EBITDA ratio (4)	4.0	3.5	0.5
Debt to capitalization ratio	55%	54%	1%
Interest coverage ratio	5.8	5.8	0.0
Dividend payout ratio (4)	83%	63%	20%
Cash flow from operating activities per share ($/share) – basic	4.24	2.91	1.33
Distributable cash flow per share ($/share) – basic (4)	2.02	2.54	(0.52)

(1) Total segment profit is a total of segments measure. See the "Specified Financial Measures" section of this MD&A for more information.

(2) Adjusted EBITDA and distributable cash flow are non-GAAP financial measures. See the "Specified Financial Measures" section of this MD&A for information on each non-GAAP financial measure.

(3) Growth capital, acquisitions and equity investments is a supplementary financial measure. See the "Specified Financial Measures" section of this MD&A for more information.

(4) Net debt to adjusted EBITDA ratio, dividend payout ratio and distributable cash flow per share ratio are non-GAAP financial ratios. See the "Specified Financial Measures" section of this MD&A for more information on each non-GAAP financial ratio.

- Segment profit of $165.7 million and $333.6 million decreased by $20.8 million and $17.9 million for the three and six months ended June 30, 2025, compared to $186.5 million and $351.5 million for the three and six months ended June 30, 2024. The decrease for the three and six months period was due to a decrease in Marketing segment profit of $26.8 million and $32.3 million primarily due to significantly tighter crude oil differentials, the result of relative movement in unrealized gains and losses on financial instruments, as well as reduced sales volumes from the turnaround of the Moose Jaw Facility, partially offset by an increase in Infrastructure segment profit of $6.0 million and $14.4 million, primarily due to lower operating and other costs.
- Adjusted EBITDA of $146.4 million and $288.6 million decreased by $12.8 million and $40.7 million for the three and six months ended June 30, 2025, compared to $159.2 million and $329.3 million for the three and six months ended June 30, 2024, primarily due to the factors impacting segment profit as noted above and the impact of removing unrealized gains and losses on financial instruments recorded in both periods.
- Net income of $60.7 million and $110.7 million decreased by $2.6 million and increased by $6.9 million for the three and six months ended June 30, 2025, compared to $63.3 million and $103.8 million for the three and six months ended June 30, 2024. The changes were primarily due to the factors affecting segment profit as noted above, unrealized gains in relation in corporate financial instruments and lower general and administrative costs driven by executive transition and restructuring costs in the prior period.
- Cash inflow from operating activities of $99.4 million and $221.2 million increased by $165.8 million and $94.8 million for the three and six months ended June 30, 2025, compared to cash outflows of $66.4 million and cash inflows of $126.4 million for the three and six months ended June 30, 2024. The increase was due to the factors contributing to changes in working capital items and lower income taxes paid, partially offset by lower adjusted EBITDA as noted above.
- Distributable cash flow of $81.3 million and $172.1 million decreased by $20.2 million and $43.8 million for the three and six months ended June 30, 2025, compared to $101.5 million and $215.9 million for the three and six months ended June 30, 2024. The decreases were primarily due to the factors contributing to lower adjusted EBITDA as noted above and higher replacement capital expenditures, partially offset by lower finance costs.
- Net debt to adjusted EBITDA ratio of 4.0x for the twelve months ended June 30, 2025, compared to 3.5x for the twelve months ended June 30, 2024. Net debt to adjusted EBITDA ratio is expected to normalize throughout the remainder of 2025.
- Growth capital was $77.3 million for the six months ended June 30, 2025, primarily due to the dredging and Cactus II projects at the Gateway Terminal.
- The Company declared quarterly dividends in the aggregate of $0.86 per common share in the six months ended June 30, 2025, compared to $0.82 per common share in the six months ended June 30, 2024. Total dividends declared for the three and six months ended June 30, 2025, were $70.4 million and $140.8 million, compared to $66.7 million and $133.3 million for the three and six months ended June 30, 2024.
- The Company's cost focus initiative continues to see high employee engagement in the identification and implementation of various cost saving measures, realizing $9.0 million of recurring and non-recurring cost savings in the three months ended June 30, 2025, and are on track to exceed the overall target of $25.0 million.
- On May 5, 2025 the Company announced the appointment of Dave Gosse as Senior Vice President and Chief Operating Officer, effective May 20, 2025.
- On June 19, 2025, the Company amended its revolving credit facility and extended the maturity date from April 2029 to June 2030, amongst other amendments.

SUBSEQUENT EVENTS

- On July 14, 2025, the Company settled its $325.0 million senior unsecured notes upon maturity.
- On July 28, 2025, the Board declared a quarterly dividend on its outstanding common shares of $0.43 per common share, for the third quarter of 2025. The common share dividend is payable on October 17, 2025, to shareholders of record at the close of business on September 30, 2025.

RESULTS OF OPERATIONS AND TRENDS IMPACTING THE BUSINESS

Gibson regularly evaluates its long-range strategic plan in order to assess the implications of emerging macroeconomic, societal, political and industry trends, and how these trends have the potential to affect Gibson's business and prospects over the short-term and the medium to long-term. Management has identified risk factors that could have a material impact on the financial results and operations of the Company. Such risk factors are described in the "Risk Factors" section of the 2024 year end MD&A and AIF. Also see the "Risk Factors" section of this MD&A. The Company's financial and operational performance is potentially affected by a number of factors, including, but not limited to, the factors described within the "Forward-Looking Information" section of this MD&A. This MD&A contains forward-looking statements based on the Company's current expectations, estimates, projections and assumptions. This information is provided to assist readers in understanding the Company's future plans and expectations and may not be appropriate for other purposes.

Senior management evaluates segment performance based on a variety of measures depending on the segment being evaluated, including segment profit, segment revenue and volumes. The Company defines segment profit as revenue less cost of sales (excluding depreciation, amortization and impairment charges) and operating expenses. Segment profit also includes the Company's share of equity pick up from equity accounted investees. Segment revenue presented in the tables below includes inter-segment revenue, as this is considered more indicative of the level of each segment's activity. Segment profit excludes depreciation, amortization, accretion, impairment charges, share-based compensation, and corporate expenses such as income taxes, interest, acquisition and integration costs and general and administrative expenses, as senior management looks at each period's earnings before corporate expenses and non-cash items as one of the Company's important measures of segment performance. The exclusion of depreciation, amortization and impairment expense could be viewed as limiting the usefulness of segment profit as a performance measure because it does not take into account, in current periods, the implied reduction in value of the Company's capital assets (primarily storage, pipelines, facilities and equipment) caused by use, aging and wear and tear. Repair and maintenance expenditures that do not extend the useful life, improve the efficiency or expand the operating capacity of the Company's capital assets are charged to operating expense as incurred. Adjusted EBITDA is a non-GAAP financial measure that adjusts for certain one-time or non-cash items that are not reflective of ongoing operations while still being included in segment profit. See the "Specified Financial Measures" section of this MD&A.

The Company's segment analysis involves an element of judgement relating to the allocations between segments. Inter-segment sales, cost of sales and operating expenses are eliminated on consolidation. Transactions between segments and within segments are valued at prevailing market rates. The Company believes that the estimates with respect to these allocations and rates are reasonable.

The following is a discussion of the Company's segmented results of operations for the three and six months ended June 30, 2025, and 2024:

INFRASTRUCTURE

The Infrastructure segment is comprised of a network of liquids infrastructure assets that include terminals, rail loading and unloading facilities, gathering pipelines and a crude oil processing facility. The primary facilities within this segment include the Hardisty and Edmonton Terminals, which are the principal hubs for aggregating and exporting crude oil and refined products out of the WCSB; the Gateway Terminal, a liquids export terminal connecting the Permian and Eagle Ford basins to global markets, located in Ingleside, Texas; the DRU which is located adjacent to the Hardisty Terminal; the Moose Jaw Facility, a crude oil processing facility located in Moose Jaw, Saskatchewan; the Wink Terminal, a crude oil aggregating hub, located in Wink, Texas; and gathering pipelines in Canada and the U.S. Select assets are impacted by maintenance turnarounds typically occurring every few years.

The Company is consistently evaluating strategic opportunities including advancing select projects which enhance the Company's crude oil footprint and investing in new technologies. Shifts in customer demand and the need for incremental egress, alongside a heightened competition, may influence the nature of services offered as the Company advances its plans. Geopolitical instability in certain regions of the world and concern regarding energy security may have short and medium term impacts on the desirability of Canadian oil and gas, impacting the demand for the Company's infrastructure. Additional egress from the WCSB has reduced demand for the Company's services in certain locations, but this could benefit our customers from higher global prices and drive incremental demand. The Infrastructure segment primarily derives revenue from stable long-term take-or-pay agreements with investment grade counterparties. The trends described above could also impact the Company's ability to renew or renegotiate these contracts and may impact operational and financial results of the Infrastructure segment.

The following table sets forth the operating results from the Company's Infrastructure segment for the three and six months ended June 30, 2025, and 2024:

	Three months ended June 30,			Six months ended June 30,		
($ thousands, except volumes)	**2025**	**2024**	**Change**	**2025**	**2024**	**Change**
Volumes (in thousands of bbls)	192,678	179,766	12,912	386,510	364,829	21,681
Revenue	173,063	186,428	(13,365)	349,745	372,412	(22,667)
Operating expenses and other [1]	16,423	35,796	(19,373)	39,026	76,117	(37,091)
Segment profit	156,640	150,632	6,008	310,719	296,295	14,424
Unrealized (gain) loss on financial instruments	(5,225)	1,150	(6,375)	(5,680)	5,299	(10,979)
Adjustments to share of profit from equity accounted investees	1,174	1,424	(250)	2,347	2,905	(558)
Adjusted EBITDA [2]	152,589	153,206	(617)	307,386	304,499	2,887

(1) Includes the Company's share of equity pick up from equity accounted investees.
(2) Adjusted EBITDA is a non-GAAP financial measure. See the "Specified Financial Measures" section of this MD&A for more information.

Operational Performance

In the three and six months ended June 30, 2025, compared to the three and six months ended June 30, 2024:

Infrastructure volumes increased by 12.9 million barrels or 7% and 21.7 million barrels or 6%, primarily driven by increased throughput at the Edmonton and Gateway Terminals, partially offset by decreased volumes at the Hardisty Terminal.

Financial Performance

In the three and six months ended June 30, 2025, compared to the three and six months ended June 30, 2024:

Revenue decreased by $13.4 million or 7% and decreased by $22.7 million or 6%, primarily due to lower revenue at the Hardisty Terminal as lower volumes are directed and stored at Hardisty, partially offset by the contribution from new tanks at the Edmonton Terminal. The revenue decrease also reflects the reduction of certain flow through costs and the disposal of non-core assets in the prior period.

Operating expenses and other decreased by $19.4 million or 54% and decreased by $37.1 million or 49%. The decrease was a result of lower utilities and property tax expenses resulting from the cost focus initiative and the reduction of certain flow through costs in the current periods, as well as the impact of disposal of non-core assets during 2024, partially offset by a reduced equity pickup due to the turnaround at DRU. In addition, Operating expenses and other includes the impact of unrealized gains of $5.2 million and $5.7 million for the three and six months ended June 30, 2025, compared to unrealized losses on financial instruments of $1.1 million and $5.3 million, respectively in the comparative periods.

As a result of the factors discussed above, adjusted EBITDA and segment profit decreased by $0.6 million and $6.0 million and increased by $2.9 million and $14.4 million, respectively. Adjusted EBITDA was also impacted by unrealized gains or losses on financial instruments and non-cash adjustments related to the Company's share of profit from equity accounted investees. Unrealized gains or losses on financial instruments relate to foreign currency financial derivatives undertaken primarily in relation to the Gateway Terminal to mitigate the Company's increased exposure to changes in the US$ to CAD$ exchange rates over time.

MARKETING

The Marketing segment involves the purchasing, selling, storing and optimizing of hydrocarbon products as part of supplying the Moose Jaw Facility and marketing its refined products as well as helping to drive volumes through the Company's key infrastructure assets, primarily in the province of Alberta and the state of Texas. The Marketing segment also engages in optimization opportunities which are typically location, quality and/or time-based. The hydrocarbon products include crude oil, natural gas liquids, road asphalt, roofing flux, light, heavy straight run distillates and gas oils. The Marketing segment sources its hydrocarbon product from North American sources, the majority from Western Canada as well as the Permian basin and markets those products throughout Canada and the U.S.

The Marketing segment is exposed to commodity price fluctuations arising between the time contracted volumes are purchased and the time they are sold, as well as being exposed to pricing differentials between different geographic markets and/or hydrocarbon qualities. These risks are managed by purchasing and selling products at prices based on the same or similar indices or benchmarks, and through physical and financial contracts that include energy-related forward contracts, swaps, futures, options and other hedging instruments. Fair values of these derivative contracts fluctuate depending on the commodity prices and can impact segment profit in the form of realized or unrealized gains and losses, often offset by physical inventories, that can change significantly period over period. For Crude Marketing, the Trans Mountain pipeline expansion entering into service in 2024 without corresponding production growth, limited available opportunities as Canadian inventories have decreased significantly. The incremental egress and stronger global medium/heavy sour prices has drawn substantial crude oil flows away from Hardisty. Production in the WCSB is expected to grow steadily in the longer term and opportunities are expected to return in the foreseeable future. Crack spreads have narrowed for the Refined Products business as WCS differentials have moved tighter to WTI and global prices. Volatile interest rates, geopolitical events including tariffs levels, persistent but weakening inflation levels and other factors may still induce or exacerbate a period of declining economic activity in a number of countries and/or globally and have added uncertainty and volatility to commodity prices. For more information about the risks associated with the Company's use of financial instruments please refer to "Quantitative and Qualitative Disclosures about Market Risks" and "Risk Factors" within this document and the 2024 year end MD&A.

Road asphalt activity, related to refined products, is affected by the impact of weather conditions on road construction. Road asphalt demand peaks during the summer months when most of the road construction activity in North America takes place. In the off-peak demand months for road asphalt, the demand for roofing flux continues. Demand for wellsite fluids is dependent on overall well drilling and completion activities, with activity normally the busiest in the winter months. Demand for natural gas liquids is also highest in the colder months of the year.

The following table summarizes average crude oil prices, as well as average foreign exchange rates, for the three and six months ended June 30, 2025 and 2024:

	Three months ended June 30,			Six months ended June 30,		
($, except where noted)	**2025**	**2024**	**Change**	**2025**	**2024**	**Change**
WTI average price ($USD/bbl)	63.74	80.57	(16.83)	67.58	78.77	(11.19)
WCS average differential ($USD/bbl)	10.2	13.55	(3.35)	11.43	16.44	(5.01)
Average foreign exchange rates ($CAD/ $USD)	1.37	1.37	—	1.41	1.36	0.05

The following table sets forth operating results from the Company's Marketing segment for the three and six months ended June 30, 2025 and 2024:

	Three months ended June 30,			Six months ended June 30,		
($ thousands, except volumes)	**2025**	**2024**	**Change**	**2025**	**2024**	**Change**
Volumes (in thousands of bbls)	65,168	66,777	(1,609)	132,217	146,280	(14,063)
Revenue	2,654,657	3,107,831	(453,174)	5,316,596	6,294,658	(978,062)
Cost of sales and other expenses	2,645,589	3,072,004	(426,415)	5,293,668	6,239,450	(945,782)
Segment profit	9,068	35,827	(26,759)	22,928	55,208	(32,280)
Unrealized (gain) on financial instruments	(1,409)	(16,126)	14,717	(15,155)	(1,909)	(13,246)
Adjusted EBITDA [(1)]	7,659	19,701	(12,042)	7,773	53,299	(45,526)

(1) Adjusted EBITDA is a non-GAAP financial measure. See the "Specified Financial Measures" section of this MD&A for more information.

Operational Performance

In the three months and six months ended June 30, 2025, compared to the three months and six months ended June 30, 2024:

Marketing volumes decreased by 1.6 million barrels or 2% and decreased by 14.1 million barrels or 10%, primarily due to changes in activity within the Crude Marketing business due to the availability and nature of time and location-based opportunities as the Company responds to challenging market dynamics with excess egress and tight commodity differentials.

Financial Performance

In the three months and six months ended June 30, 2025, compared to the three months and six months ended June 30, 2024:

Revenue decreased by $453.2 million or 15%, and cost of sales and other expenses decreased by $426.4 million or 14% in the three month period, largely due to lower average prices for crude oil, refined and other products. Revenue decreased by $978.1 million or 16% and cost of sales and other expenses decreased by $945.8 million or 15% in the six month period, largely due to lower sales volumes and lower average prices for crude oil, refined and other products.

Adjusted EBITDA decreased by $12.0 million or 61% and $45.5 million or 85%. The decreases were due to the Crude Marketing business' lower contribution as continued increased demand for Canadian heavy oil has maintained steep backwardation and limited volatility, resulting from the factors described above, impacting storage, quality and time-based opportunities as well as resulting from the turnaround at the Moose Jaw Refinery. The Marketing segment also benefited from reduced expenses as part of the Company's cost focus initiative.

Segment profit decreased by $26.8 million or 75% and $32.3 million or 58%, respectively, due to the same factors contributing to the changes in adjusted EBITDA as noted above, as well as unrealized gains of $1.4 million and $15.2 million compared to unrealized gains of $16.1 million and $1.9 million in the comparative periods.

EXPENSES

	Three months ended June 30,			Six months ended June 30,		
($ thousands)	**2025**	**2024**	**Change**	**2025**	**2024**	**Change**
General and administrative	13,017	16,996	(3,979)	27,340	38,916	(11,576)
Acquisition and integration costs	—	66	(66)	—	1,371	(1,371)
Depreciation and impairment	30,971	29,834	1,137	61,549	59,062	2,487
Right-of-use depreciation and impairment	5,269	6,726	(1,457)	10,284	13,852	(3,568)
Amortization and impairment	6,753	7,172	(419)	13,692	14,249	(557)
Share-based compensation	4,594	5,347	(753)	7,722	10,411	(2,689)
Corporate financial instruments (gain) loss	(13,715)	(835)	(12,880)	(6,122)	8,641	(14,763)
Foreign exchange loss (gain)	3,446	2,307	1,139	6,154	(2,192)	8,346
Finance costs, net	34,577	36,337	(1,760)	68,235	71,740	(3,505)
Income taxes	20,097	19,177	920	34,141	31,632	2,509

In the three and six months ended June 30, 2025, compared to the three and six months ended June 30, 2024:

General and administrative, excluding depreciation and amortization

General and administrative expenses decreased by $4.0 million and $11.6 million, primarily due to executive transition costs incurred in the prior periods and certain savings throughout various corporate groups as a result of the cost focus initiative.

Acquisition and integration costs

Acquisition and integration costs were incurred in relation to the completion of integration activities for the Gateway Terminal in the prior period.

Depreciation and impairment

Depreciation and impairment expense increased by $1.1 million and $2.5 million, primarily due to the two tanks placed in service at the Edmonton Terminal, partially offset by the impact of non-core assets divested in the prior period.

Right-of-use asset depreciation and impairment

Right-of-use asset depreciation and impairment expense decreased by $1.5 million and $3.6 million, primarily due to a reduction in the number of rail cars leased.

Amortization and impairment

Amortization and impairment expense was relatively consistent.

Share-based compensation

Share-based compensation expense decreased by $0.8 million and $2.7 million, primarily due to the relative movement of the Company's share price in the comparable quarters and a decrease in the PSU performance factor for 2024, partially offset by an increase in the number of units awarded.

Corporate financial instrument (gain)/loss not affecting segment profit

Corporate financial instrument gain not affecting segment profit increased by $12.9 million and $14.8 million, representing changes in the value of the Company's renewable power purchase agreement, primarily due to significant increases in power price forecasts over the term of the contract.

Foreign exchange (gain) /loss not affecting segment profit

Foreign exchange gain not affecting segment profit increased by $1.1 million and $8.3 million, primarily due to the net movements of exchange rates.

Finance costs, net

Finance costs decreased by $1.8 million and $3.5 million, primarily due to reduced rates on the Company's senior unsecured notes, refinanced in 2024, and lower average draws on the revolving credit facility.

Income taxes

Income tax expense increased by $0.9 million and $2.5 million, with deferred income tax expense of $12.9 million and $21.7 million and current income tax expense of $7.2 million and $12.4 million, compared to deferred income tax expense of $13.4 million and $18.6 million and current income tax expense of $5.7 million and $13.1 million, primarily due to higher taxable income in 2025.

The effective tax rate was 24.9% and 23.6% for the three months and six months ended June 30, 2025, compared to 23.2% and 23.4% for the three and six months ended June 30, 2024. The increase in the three and six months periods effective tax rates was primarily due to certain true ups.

SUMMARY OF QUARTERLY RESULTS

The following table sets forth a summary of the Company's quarterly results for each of the last eight quarters:

($ thousands, except per share amounts)	2025		2024				2023	
	Q2	Q1	Q4	Q3	Q2	Q1	Q4	Q3
Revenue	2,759,642	2,747,710	2,357,775	2,900,494	3,233,072	3,288,608	2,809,533	3,225,787
Net income (loss)	60,699	49,953	(5,563)	53,916	63,332	40,489	53,301	20,633
Adjusted EBITDA (1)	146,415	142,187	129,682	151,164	159,190	170,106	169,681	149,600
Earnings per share								
Basic ($/share)	0.37	0.31	(0.03)	0.33	0.39	0.25	0.33	0.11
Diluted ($/share)	0.37	0.30	(0.03)	0.33	0.38	0.25	0.32	0.11

(1) Adjusted EBITDA is a non-GAAP financial measure. See "Specified Financial Measures" section of this MD&A for information on each non-GAAP financial measure.

For more details on the specific factors driving the periodic movements, refer to "Results of Operations and Trends Impacting the Business". The following identifies the key drivers in segment profitability over the last eight quarters:

Since the commencement of the Company's cost focus initiative in the fourth quarter of 2024, we have seen high employee engagement in identification and implementation of various cost saving measures throughout the organization. The Company is on track to exceed the overall target of $25.0 million on a run rate basis, by the end of the year.

Infrastructure – The Infrastructure segment has progressively commissioned or acquired new storage capacity and related infrastructure, typically underpinned by long-term, stable fee-based contracts.

Select significant drivers and/or select projects put into service over the past eight quarters include:

- Turnarounds at the Moose Jaw Facility and DRU were completed in the second quarter of 2025
- Incremental egress from the WCSB to global markets without corresponding production increases have temporarily reduced demand for crude oil storage, primarily in Hardisty
- Environmental remediation provisions recorded in the fourth quarter of 2024
- The contribution from two additional tanks at the Edmonton Terminal with Cenovus Energy in the fourth quarter of 2024
- The contribution from the first Trans Mountain pipeline expansion tank constructed at the Edmonton Terminal in the fourth quarter of 2023
- Acquisition of the Gateway Terminal in the third quarter of 2023

Marketing – The Marketing segment's activities, including its location, quality and time-based strategies as well as the sale of refined products, are highly impacted by various factors that often fluctuate quarter over quarter. While certain of these variables, including exposure to the underlying commodity, are actively managed, the specific profit drivers for the Marketing segment generally vary from period to period. Geo-political risks changed materially in 2023, resulting in increased commodity prices and revenue, although opportunities and refining margins subsequently narrowed and stabilized. The Trans Mountain pipeline entering commercial operation also narrowed certain differentials between liquids products, and structurally altered markets. Increased egress capacity from western Canada has shifted crude oil markets, limiting arbitrage opportunities for the Canadian Marketing business. Refined Products margins reduced further in the second half of 2024 and continued in 2025, as crude oil differentials tightened and the price of refined products softened. Volatility is expected to continue to impact Canadian crude oil and refined products through 2025 for a variety of factors, including the uncertain implementation of tariffs disrupting markets.

Corporate – Corporate includes Company-wide general and administrative expenses, financing costs, corporate foreign exchange and financial instruments fluctuation, executive transition and restructuring costs and other corporate expenses.

Over the past eight quarters, the following trends or events have affected the Company's net income and earnings per share:

- Lower finance costs starting in the fourth quarter of 2024 as the Company refinanced its 2026 senior unsecured notes
- Higher finance costs starting in the third quarter of 2023, incurred primarily as a result of financing activity related to the Gateway Terminal acquisition and increased interest rates
- Acquisition and integration costs incurred primarily during the third quarter of 2023 in relation to the Gateway Terminal acquisition
- The 15-year renewable power agreement, signed in the third quarter of 2023 and commencing in the third quarter of 2024, measured at fair value including non-observable inputs. The value is primarily affected by the price of electricity over the term of the contract, and significant volatility from the electricity forward market will be reflected in the Company's net income
- Higher general and administrative expenses in 2024, primarily due to executive transition and restructuring costs as well as technology initiatives undertaken during the year

Liquidity Sources

($ thousands)	Coupon Rate	Maturity	June 30, 2025	December 31, 2024
Unsecured revolving credit facility	floating	2030	220,002	115,002
Senior unsecured notes	2.45 %	2025	325,000	325,000
Senior unsecured notes	2.85 %	2027	325,000	325,000
Senior unsecured notes	3.60 %	2029	500,000	500,000
Senior unsecured notes	4.45 %	2031	350,000	350,000
Senior unsecured notes	5.75 %	2033	350,000	350,000
Senior unsecured notes	6.20 %	2053	200,000	200,000
Unsecured hybrid notes (1)	5.25 %	2080	250,000	250,000
Unsecured hybrid notes (1)	8.70 %	2083	200,000	200,000
Unamortized issue discount and debt issue costs			(15,417)	(16,367)
Total debt outstanding			2,704,585	2,598,635
Lease liability			55,120	48,180
Cash and cash equivalents			(41,570)	(57,069)
			2,718,135	2,589,746
Total share capital			2,385,323	2,371,865
Total capital			5,103,458	4,961,611

(1) The unsecured hybrid notes are included in the above total capital calculation in accordance with the Company's view of its capital structure which includes shareholders' equity and long-term debt, lease liabilities and working capital. The unsecured hybrid notes and associated interest payments are excluded from the definition of consolidated debt for the purposes of debt to capitalization as well as the consolidated interest coverage covenant ratios.

The Company's primary liquidity and capital resource needs are to fund ongoing capital expenditures, acquisitions, its working capital needs and its dividend. In addition, the Company must service its debt, including interest payments. The Company expects to source funds required to service its debt from cash and cash equivalents, cash flow from operations, its revolving credit facility and by accessing the capital markets. The Company currently anticipates its cash flow from operations, the majority of which is derived from long-term take-or-pay contracts, to be sufficient to meet its operating obligations, fund capital expenditures and pay its dividend. Where the Company generates cash flow in excess of its dividends and capital investment opportunities, and its financial position is deemed sufficiently strong by the Company, common share repurchases may occur to return cash to shareholders.

The Company remains confident in its ability to refinance its current and long-term debt expiring in the near term, as demonstrated with the recent refinancing completed in the fourth quarter of 2024. On July 14, 2025 the Company settled the senior unsecured notes of $325.0 million on maturity by drawing on the unsecured revolving credit facility. With changes in the macro environment, including continued volatility in global financial markets, the Company's ability to access financing in the capital markets at attractive terms in the future could be adversely impacted. Refer to "Risk Factors" in this document and the Company's 2024 year end MD&A and the AIF for more information. The Company continues to monitor the macro environment and remains satisfied that its disciplined approach employed with respect to its capital structure is appropriate given the characteristics and operations of the underlying asset base. The Company may also adjust its capital structure as a result of changes in current or expected economic and/or market conditions or its underlying business. Adjustments to the capital structure may result in refinancing or renegotiating its existing debt, issuance of new debt, issuance of equity or hybrid securities and the repurchase of common shares.

On September 18, 2024, the Company's NCIB was renewed for an additional one-year period, enabling the Company to repurchase and cancel up to 7.5% or 9,958,026 of the public float for the issued and outstanding common shares, in accordance with the applicable rules and policies of the TSX and applicable securities laws. The NCIB expires on the earlier of September 17, 2025, and the date on which the maximum number of common shares permitted to be acquired pursuant to the NCIB have been purchased. The Company did not repurchase any common shares under its NCIB for the six months ended June 30, 2025.

Unsecured revolving credit facility

The revolving credit facility is available to provide financing for working capital, fund capital expenditures and other general corporate purposes. In the second quarter of 2025, the Company amended its revolving credit facility and extended the maturity date from April 2029 to June 2030, amongst other amendments.

As at June 30, 2025, the Company had a cash balance of $41.6 million and had the ability to utilize borrowings under the revolving credit facility of $780.0 million. The Company has two bilateral demand facilities, available for general corporate purposes or letters of credit, totaling $150.0 million under which it had issued letters of credit totaling $36.8 million (June 30, 2024 - $36.8 million).

Cash Flow Summary

The Company's operating cash flow is generally impacted by the overall profitability and working capital requirements within the Company's segments, the Company's ability to invoice and collect from customers in a timely manner and the Company's ability to efficiently implement the Company's growth strategy and manage costs.

The following table summarizes the Company's sources and uses of funds for the three and six months ended June 30, 2025, and 2024:

Statement of cash flows	**Three months ended June 30,**			**Six months ended June 30,**		
($ thousands)	**2025**	**2024**	**Change**	**2025**	**2024**	**Change**
Cash inflow (outflow)						
Operating activities	99,380	(66,449)	165,829	221,232	126,384	94,848
Investing activities	(92,246)	(8,086)	(84,160)	(126,577)	(45,102)	(81,475)
Financing activities	(9,285)	13,485	(22,770)	(107,677)	(177,945)	70,268
Net decrease in cash and cash equivalents	(2,151)	(61,050)	58,899	(13,022)	(96,663)	83,641

Cash Inflow (Outflow) from Operating Activities

Cash inflow from operating activities was $99.4 million and $221.2 million for the three and six months ended June 30, 2025, compared to cash outflow of $66.4 million and inflow of $126.4 million for the three and six months ended June 30, 2024. The changes were primarily driven by the following:

- Cash inflow from operations before income taxes and working capital changes of $142.3 million and $279.6 million for the three and six months ended June 30, 2025, compared to $153.3 million and $320.0 million, primarily due to factors contributing to lower adjusted EBITDA for the current periods;
- Cash outflow from changes in working capital of $37.3 million and $45.4 million for the three and six months ended June 30, 2025 compared to $210.0 million and $176.2 million for the three and six months ended June 30, 2024, primarily driven by volatility in commodity prices , the impact of inventory changes and the timing of the related settlements; and
- Taxes paid of $5.6 million and $13.0 million for the three and six months ended June 30, 2025 compared to $9.7 million and $17.5 million for the three and six months ended June 30, 2024, primarily due to lower earnings for the three and six months ended June 30, 2025.

Cash inflow and outflow from operating activities and working capital requirements for the Marketing segment are strongly influenced by the amount of inventory purchased and subsequently held in storage, as well as by the commodity prices at which inventory is bought and sold. Commodity prices and inventory demand fluctuate over the course of the year in relation to general market forces and seasonal demand for certain products, and, accordingly, working capital requirements related to inventory also fluctuate with changes in commodity prices and demand. The primary drivers of working capital requirements are the collection of amounts related to sales of products such as crude oil, asphalt and other products and fees for services associated with the Company's Infrastructure segment. Offsetting these collections are payments for purchases of crude oil and other products, primarily within the Marketing segment, and other expenses. Historically, the Marketing segment has been the most variable with respect to generating cash flows and working capital due to the impact of crude oil price levels and the volatility that price changes and crude oil grade basis changes have on the cash flows and working capital requirements of this segment (refer to "Results of Operations and Trends Impacting the Business" for more details).

Cash Outflow from Investing Activities

Cash outflow from investing activities was $92.2 million and $126.6 million for the three and six months ended June 30, 2025, compared to cash outflow of $8.1 million and $45.1 million for the three and six months ended June 30, 2024. The increase in the three and six month periods is primarily due to Gateway dredging and Cactus II pipeline connection construction projects. Remaining activities for the current periods primarily consist of various optimization projects and turnarounds at the Moose Jaw

Facility and DRU in the current period. For a summary of major capital projects, see the "Capital Expenditures and Equity Investments" discussion included in this MD&A.

Cash (Outflow) Inflow from Financing Activities

Cash outflow from financing activities was $9.3 million and $107.7 million for the three and six months ended June 30, 2025 compared to cash inflow of $13.5 million and outflow of $177.9 million for the three and six months ended June 30, 2024. The changes in the three month period are primarily due to draws on the Company's revolving credit facility of $85.0 million compared to $98.4 million, payment of finance costs of $17.2 million compared to $10.4 million and payment of dividends of $70.4 million compared to $66.6 million. Changes in the six month period are primarily due to payment of dividends of $137.2 million compared to $129.7 million, a net draw on the Company's revolving credit facility of $105.0 million compared to $29.7 million, and payment of finance costs of $62.6 million compared to $67.2 million.

Credit Risk

The Company actively monitors the financial strength of its customers and, in select cases, has tightened credit terms to minimize the risk of default on trade receivables. A significant portion of the Company's trade receivables are due from entities in the oil and gas industry. Concentration of credit risk is mitigated by having a broad customer base and by dealing with credit-worthy counterparties in accordance with established credit approval practices. The Company assesses all counterparties before entering into agreements, and actively monitors exposure and credit limits across the business. The Company establishes guidelines for customer credit limits and terms. The Company review includes financial statements and external ratings when available. The carrying amount of the Company's net trade and other receivables represents the maximum counterparty credit exposure, without taking into account any security held.

Credit Ratings and Covenants

The Company's ability to access debt in the capital markets depends, in part, on the credit ratings determined by rating agencies for the Company's debt. A downgrade could increase the interest rates applicable to borrowings under the revolving credit facility or increase the interest rate applicable on any new or restructured debt issuances. Credit ratings are intended to provide investors with an independent measure of credit quality of an issue of securities. Credit ratings are not recommendations to purchase, hold or sell securities and do not address the market price or suitability of a specific security for a particular investor.

There is no assurance that any rating will remain in effect for any given period of time or that any rating will not be revised or withdrawn entirely by a rating agency in the future if, in its judgement, circumstances so warrant.

Rating agencies will regularly evaluate the Company's financial strength. A credit rating downgrade could impair the Company's ability to enter into arrangements with suppliers or counterparties and could limit its access to private and public credit markets in the future and increase the cost of borrowing. The Company's senior unsecured notes are rated, by DBRS Limited as 'BBB (low)' and by Standard & Poor's Rating Services, a division of the McGraw-Hill Companies, as 'BBB-'. For a fulsome discussion of credit ratings and their impact on the Company, refer to the AIF.

The Company is also required to meet certain specific and customary affirmative and negative financial covenants under its revolving credit facility, including the maintenance of certain financial ratios. The consolidated total debt to capitalization ratio represents the ratio of all debt obligations on the financial statements to total capitalization (total debt plus total shareholders' equity, including certain adjustments). The consolidated interest coverage ratio represents the ratio of Consolidated EBITDA (as defined by the revolving credit facility) to consolidated cash interest expense calculated in accordance with the revolving credit facility. The covenant tests exclude all of the unsecured hybrid notes, and the interest thereon, in the calculations. An event of default resulting from a breach of a financial covenant may result, at the option of the lenders holding a majority of the indebtedness, in an acceleration of the repayment of the principal and interest outstanding and a termination of the revolving credit facility.

The following table outlines each financial covenant requirement and its current value:

	Covenant	As at June 30, 2025
Consolidated debt to capitalization ratio	No greater than 65%	55%
Consolidated interest coverage ratio	No less than 2.5 to 1.0	5.8 to 1.0

The senior unsecured notes, unsecured hybrid notes and revolving credit facility contain non-financial covenants that restrict, subject to certain thresholds, some of the Company's activities, including the Company's ability to dispose of assets, incur additional debt, pay dividends, create liens, make investments and engage in specified transactions with affiliates. They also contain customary events of default, including defaults based on bankruptcy and insolvency, non-payment of principal, interest and fees when due, breach of covenants, change in control and material inaccuracy of representations and warranties, subject to specified grace periods.

As at June 30, 2025, the Company was in compliance with all existing covenants under the senior unsecured notes, unsecured hybrid notes and revolving credit facility. For additional information regarding these financial covenants, refer to the Company's various debt agreements available on SEDAR+ at www.sedarplus.ca.

Dividends

The Company is currently paying quarterly dividends to holders of common shares. The amount and timing of any future dividends payable by the Company will be at the discretion of the Board and established on the basis of, among other items, the Company's earnings, funding requirements for operations, the satisfaction of a solvency calculation, and the terms of the Company's debt agreements and indentures. In addition, in connection with Company's dividend policy, after each fiscal year end the Board will formally review the annual dividend amount. During the three months ended June 30, 2025, the Board declared dividends of $0.43 per common share.

Contractual Obligations and Contingencies

The following table presents, as at June 30, 2025, the Company's obligations, and commitments to make future payments under contracts and contingent commitments:

		Payments due by period			
($ thousands)	**Total**	**Less than 1 year**	**1-3 years**	**3-5 years**	**More than 5 years**
Long-term debt	2,720,002	325,000	325,000	720,002	1,350,000
Interest payments on long-term debt	2,446,399	106,552	203,284	179,750	1,956,813
Lease and other commitments (1)	106,785	61,113	25,546	11,801	8,325
Total contractual obligations	5,273,186	492,665	553,830	911,553	3,315,138

(1) Lease and other commitments relate to office leases, rail cars, various equipment leases, terminal services, third party contractual obligations related to assets under construction, and power purchase arrangements.

Contingencies

The Company is involved in various claims and actions arising in the course of operations and is subject to various legal actions and exposures. Accruals for litigation, claims and assessments are recognized if the Company determines that the loss is probable, and the amount can be reasonably estimated. The Company believes it has made adequate provisions for such legal claims. Although the outcome of these claims is uncertain, the Company does not expect these matters to have a material adverse effect on the Company's financial position, cash flows or operational results. If an unfavorable outcome were to occur, there exists the possibility of a material adverse impact on the Company's consolidated net income or loss in the period in which the outcome is determined. While fully supportable in the Company's view, some of these positions, if challenged, may not be fully sustained on review.

The Company is subject to various regulatory and statutory requirements relating to the protection of the environment. These requirements, in addition to the contractual agreements and management decisions, result in the recognition of estimated decommissioning obligations and environmental remediation. Estimates of decommissioning obligations and environmental remediation costs can change significantly based on such factors as operating experience and changes in legislation and regulations.

CAPITAL EXPENDITURES AND EQUITY INVESTMENTS

($ thousands)	Three months ended June 30, 2025	Six months ended June 30, 2025
Infrastructure	38,870	72,318
Marketing	—	163
Corporate and other projects	671	994
Growth capital [(1)]	39,541	73,475
Equity investments	3,850	3,850
Replacement capital [(1)]	14,655	20,463
Total capital expenditures and equity investments	58,046	97,788

(1) Growth capital and replacement capital are supplementary financial measures. See the "Specified Financial Measures" section of this MD&A for information on each supplementary financial measure.

The Company primarily invests capital in constructing or acquiring infrastructure for the storage, transportation and optimization of liquids. The strategy has been focused on expanding and augmenting existing terminals and associated infrastructure at the Hardisty Terminal, the Edmonton Terminal, the Gateway Terminal and the Moose Jaw Facility and also looking for growth opportunities that align with the Company's strategy, such as the recent strategic partnership with Baytex Energy to develop liquids gathering infrastructure. Expansion and improvement of existing terminals and facilities continues, especially when underpinned by long-term take-or-pay contracts with investment grade or secured counterparties.

The following represents key activities with respect to major growth projects during the six months ended June 30, 2025:

- The Company continued construction of a connection from the Cactus II pipeline to the Gateway Terminal, providing access to approximately 700,000 barrels per day of incremental supply. The connection is expected to be placed in-service in the third quarter of 2025.
- The Company completed the dredging project at the Gateway Terminal which increased average throughput by approximately 20%.
- Project execution continued on the liquids gathering infrastructure with Baytex Energy, which will result in incremental volumes being delivered to the Company's Edmonton Terminal. The assets are expected to be in service by the end of 2025.

Marketing growth capital represents the capitalization of line fill and tank bottoms for operational requirements of the Marketing business. Corporate and other projects represent spending on information technology initiatives at the corporate and business unit level.

Replacement capital expenditures are intended to keep the Company's existing infrastructure operating safely and reliably. These expenditures include replacement of existing infrastructure, maintenance work which extends the economic life, and scheduled tank and pipeline inspections. Significant turnarounds planned for 2025 are presented in the table below:

Turnarounds at	Status
Moose Jaw Facility	Completed on time and under budget
DRU	Completed on time and under budget
Select Terminal assets	Second to third quarter of 2025

OFF-BALANCE SHEET ARRANGEMENTS

The Company does not have any off-balance sheet arrangements that have or are reasonably likely to have a current or future effect on the Company's financial performance or financial condition.

OUTSTANDING SHARE DATA

The Company is authorized to issue an unlimited number of common shares and preferred shares issuable in series. The number of preferred shares, in the aggregate, which may be issued and outstanding at any time shall be limited to a number equal to but not more than twenty percent (20%) of the number of issued and outstanding common shares at the time of issuance of any preferred shares. As at June 30, 2025, there were 163.7 million common shares outstanding and no preferred shares outstanding. In addition, under the Company's equity incentive plan, there were an aggregate of 2.1 million restricted share units, performance share units, deferred share units and stock options outstanding as at June 30, 2025.

As at June 30, 2025, awards available to grant under the equity incentive plan were approximately 4.4 million.

As at July 25, 2025, 163.7 million common shares and an aggregate 2.2 million restricted share units, performance share units, deferred share units and stock options were outstanding.

QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK

The Company is involved in various commodity related marketing activities that are intended to enhance the Company's operations and increase profitability. These activities often create exposure to price risk between the time contracted volumes are purchased and sold and to foreign exchange risk when contracts are in different currencies (Canadian dollar versus U.S. dollar). The Company is also exposed to various market risks, including volatility in (i) crude oil, refined products, natural gas and NGL prices, (ii) interest rates, and (iii) currency exchange rates. The Company utilizes various derivative instruments from time to time to manage commodity price, interest rate, currency exchange rate, and, in certain circumstances, to realize incremental margin during volatile market conditions. The Company's commodity trading and risk management policies and procedures are designed to establish and manage to an approved level of risk. The Company has a Commodity Risk Management Committee that has direct responsibility to establish and oversee the Company's risk policies, trading controls and procedures. The Company's risk policies, trading controls and procedures are intended to mitigate risks that are inherent in the Company's marketing business. To hedge the risks discussed above, the Company engages in risk management activities that the Company categorizes by the risks the Company is hedging and by the physical product that is creating the risk. The following discussion addresses each category of risk.

Commodity Price Risk. The Company typically hedges its exposure to price fluctuations with respect to crude oil, refined products, natural gas, differentials and NGLs, and expected purchases and sales of these commodities (relating primarily to crude oil, roofing flux and NGLs). The derivative instruments utilized consist primarily of futures and option contracts traded on the New York Mercantile Exchange, the Intercontinental Exchange and over-the-counter transactions. The Company's policy is to transact only in commodity derivative products for which the Company physically transacts, and to structure the Company's hedging activities so that price fluctuations for those products do not materially affect the net cash the Company ultimately receives from its commodity related marketing activities.

Although the Company generally seeks to maintain a position that is substantially balanced within the Company's various commodity purchase and sales activities, the Company may experience net unbalanced positions as a result of a strategy to take advantage of anticipated market opportunities and/or production, transportation and delivery variances as well as logistical issues associated with inclement weather conditions.

The intent of the Company's risk management strategy is to hedge the Company's margin. However, the Company has not applied nor attempted to qualify for hedge accounting. Thus, changes in the fair values of the Company's derivatives are recognized in earnings and result in greater potential for earnings volatility.

The fair value of futures contracts is based on quoted market prices obtained from the Chicago Mercantile Exchange. For positions where independent quotations are not available, an estimate is provided, or the prevailing market price at which the positions could be liquidated is used. All derivative positions offset existing or anticipated physical exposures. Price-risk sensitivities were calculated by assuming 15% volatility in crude oil, differentials and NGL related prices, regardless of term or historical relationships between the contractual price of the instruments and the underlying commodity price. In the event of an increase or decrease in prices, the fair value of the Company's derivative portfolio would typically increase or decrease, offsetting changes in the Company's physical positions. A 15% favorable change in crude oil and NGL prices would increase the Company's net income by $7.7 million and $29.8 million as of June 30, 2025, and 2024. A 15% unfavorable change in crude oil and NGL prices would decrease the Company's net income by $7.7 million and $29.8 million as of June 30, 2025, and 2024. However, these changes may be offset by the use of one or more risk management strategies.

Power price risk. The Company has a renewable power purchase agreement, which requires the Company to purchase renewable electricity produced at a fixed rate over a 15-year period, resulting in a derivative financial instrument. Pursuant to the agreement, the Company will purchase power and receive environmental attributes. The contract's power component represents an embedded derivative, assessed at fair value, in accordance with the requirements of IFRS Accounting Standards. Valuing an embedded derivative, without observable inputs, involves judgement including the estimation of future power prices, and is subject to significant volatility as power price forecasts vary. Spot and forward prices for power vary over time, and as forward prices for the entire contract period are not actively traded, extrapolation is required. The value has been primarily based on the comparative contracted prices relative to both current and expected future pricing of electricity in the Province of Alberta. A 15% increase in the expected future price of power would increase the Company's net income by $8.3 million and $10.3 million as of June 30, 2025, and 2024. A 15% decrease in the expected future price of electricity would decrease the Company's net income by $8.3 million and $10.3 million as of June 30, 2025, and 2024.

Interest rate risk. The Company's long-term debt, excluding the revolving credit facility, accrues interest at fixed interest rates and accordingly, changes in market interest rates do not expose the Company to future interest cash outflow variability. At June 30, 2025, the Company had $220.0 million (June 30, 2024 – $259.7 million) drawn under the revolving credit facility which is subject to interest rate risk, as borrowings bear interest at a rate equal to, at the Company's option, either the Canadian Prime Rate, U.S. Secured Overnight Financing Rate, U.S. Base Rate or Canadian Bankers' Acceptance Rate, plus an applicable margin based on the Company's total leverage ratio. A 1% increase or decrease in interest rates would, based on current rates and balances, decrease or increase the Company's net income by $2.2 million (as at June 30, 2024 – $2.6 million).

Currency exchange risks. The Company's monetary assets and liabilities in foreign currencies are translated at the period-end rate. Exchange differences arising from this translation are recorded in the Company's statement of operations. In addition, currency exposures can arise from revenue and purchase transactions denominated in foreign currencies. Generally, transactional currency exposures are naturally hedged for the Company's Canadian operations (i.e. revenue and expenses are approximately matched), but, where appropriate, are covered using forward exchange contracts or currency swaps. The foreign currency forward exchange contracts including currency swaps entered into by the Company, although effective hedges from an economic perspective, have not been designated as hedges for accounting purposes, and therefore any gains and losses on such forward exchange contracts impact the Company's earnings. The Company has several derivative contracts intended to economically hedge its exposure to US$ generated by the Gateway Terminal over the next several years. A 5% increase or decrease in foreign exchange rates between $US and $CAD, based on current balances, would increase or decrease the Company's net income by $12.1 million (June 30, 2024 – $16.9 million).

As at June 30, 2025, the Company had no U.S. dollar denominated debt as part of its draw on its revolving credit facility.

CRITICAL ACCOUNTING JUDGEMENTS AND ESTIMATES

The preparation of condensed consolidated financial statements in conformity with IFRS Accounting Standards requires management to make estimates and assumptions. Predicting future events is inherently an imprecise activity and, as such, requires the use of judgement especially in times of increased volatility and uncertainty. Actual results may vary from estimates in amounts that may be material. An accounting policy is deemed to be critical if it requires an accounting estimate to be made based on assumptions about matters that are highly uncertain at the time the estimate is made, and if different estimates that reasonably could have been used, or changes in the accounting estimates that are reasonably likely to occur periodically, could materially impact the Company's condensed consolidated financial statements or the Infrastructure or Marketing segments individually. Further details on the basis of preparation and our material accounting estimates and judgements can be found in the notes to the audited consolidated financial statements of the Company for the years ended December 31, 2024 and 2023.

There have been no significant changes to critical accounting policies, judgements and estimates during the three months ended June 30, 2025, from those disclosed in the Company's 2024 year end consolidated financial statements and MD&A.

ACCOUNTING POLICIES

New and amended standards adopted by the Company:

During the six months ended June 30, 2025 there were no new or amended IFRS accounting standards adopted by the Company. The accounting policies applied herein are consistent with those disclosed in the consolidated financial statements for the year ended December 31, 2024.

New and amended standards and interpretations issued but not yet adopted:

- IFRS 18 – Presentation and Disclosure in Financial Statements ("IFRS 18"), has been issued to achieve comparability of the financial performance of similar entities. The standard, which replaces IAS 1, impacts the presentation of primary financial statements and notes, mainly the income statement where companies will be required to present separate categories of income and expense for operating, investing, and financing activities with prescribed subtotals for each new category. IFRS 18 will require management-defined performance measures to be explained and included in a separate note within the consolidated financial statement. The standard is effective for financial statements beginning on January 1, 2027, including interim financial statements and requires retrospective application. The Company continues to assess the impact of this standard on its consolidated financial statements.
- Amendments to IFRS 9 and IFRS 7 - Contracts referencing Nature-dependent Electricity is effective January 1, 2026, with earlier adoption permitted. There amendments provide relief as it relates to accounting for contracts to purchase or sell electricity from nature-dependent sources such as wind and solar power, including clarifying the application of own-use requirements and requiring new disclosure on the effects on the Company. The Company is currently reviewing the impact of these amendments on its consolidated financial statements.

DISCLOSURE CONTROLS AND PROCEDURES AND INTERNAL CONTROLS OVER FINANCIAL REPORTING

Based on the evaluation of the design and operating effectiveness of the Company's DC&P and ICFR the Chief Executive Officer and the Chief Financial Officer concluded that the Company's DC&P and ICFR were effective as at June 30, 2025. There have been no changes in ICFR that occurred during the period beginning January 1, 2025, and ending on June 30, 2025, that has materially affected or is reasonably likely to materially affect the Company's ICFR.

SPECIFIED FINANCIAL MEASURES

The Company uses several financial measures when assessing its results and measuring overall performance. Some of these financial measures are not calculated in accordance with GAAP. NI 52-112 prescribes disclosure requirements that apply to non-GAAP financial measures, non-GAAP ratios, supplementary financial measures, capital management measures, and total of segments measures.

NON-GAAP FINANCIAL MEASURES

The Company uses non-GAAP financial measures that do not have standardized meanings under GAAP and that therefore may not be comparable to similar measures used by other companies. Presenting non-GAAP financial measures helps readers to better understand how management analyzes results, shows the impacts of specified items on the results of the reported periods, and allows readers to assess results without the specified items if they consider such items not to be reflective of the underlying performance of the Company's operations. The non-GAAP financial measures used by the Company are adjusted EBITDA and distributable cash flow. Management considers these to be important supplemental measures of the Company's performance and believes these measures are frequently used by securities analysts, investors and other interested parties in the evaluation of companies in industries with similar capital structures. Readers are encouraged to evaluate each adjustment and the reasons the Company considers it appropriate for supplemental analysis. Readers are cautioned, however, that these measures should not be construed as an alternative to net income, cash flow from operating activities, segment profit, gross profit or other measures of financial results determined in accordance with GAAP as an indication of the Company's performance.

Noted below is the additional information about the composition of these non-GAAP financial measures, including the quantitative reconciliation, as required by NI 52-112:

a) Adjusted EBITDA

Adjusted EBITDA helps readers to better understand how management analyzes results, shows the impacts of specified items on the results of the reported periods, and allows readers to assess results without the specified items if they consider such items not to be reflective of the underlying performance of the Company's operations. Adjusted EBITDA is defined as earnings before net interest, tax, depreciation, amortization and impairment charges, acquisition and integration costs related to acquired businesses, reorganization, executive transition and specific non-cash charges, including but not limited to unrealized gain/loss on derivative financial instruments, non-operating non-cash provision charges, share-based compensation, adjustment for equity accounted investees (to remove non-cash charges), and corporate foreign exchange gain/loss. These adjustments are made to exclude non-cash charges and other items that are not reflective of ongoing earning capacity of the operations.

Noted below is the reconciliation to the most directly comparable GAAP measures of the Company's segmented and consolidated adjusted EBITDA for the three and six months ended June 30, 2025, and 2024:

Three months ended June 30,	**Infrastructure**		**Marketing**		**Corporate and Adjustments**		**Total**	
($ thousands)	**2025**	**2024**	**2025**	**2024**	**2025**	**2024**	**2025**	**2024**
Segment profit	156,640	150,632	9,068	35,827	—	—	165,708	186,459
Unrealized (gain) loss on derivative financial instruments	(5,225)	1,150	(1,409)	(16,126)	—	—	(6,634)	(14,976)
General and administrative	—	—	—	—	(13,017)	(16,996)	(13,017)	(16,996)
Adjustments to share of profit from equity accounted investees	1,174	1,424	—	—	—	—	1,174	1,424
Executive transition and restructuring costs	—	—	—	—	—	3,279	—	3,279
Renewable power purchase agreement	—	—	—	—	(816)	—	(816)	—
Adjusted EBITDA	152,589	153,206	7,659	19,701	(13,833)	(13,717)	146,415	159,190

Six months ended June 30,	Infrastructure		Marketing		Corporate and Adjustments		Total	
($ thousands)	**2025**	**2024**	**2025**	**2024**	**2025**	**2024**	**2025**	**2024**
Segment profit	310,719	296,295	22,928	55,208	—	—	333,647	351,503
Unrealized (gain) loss on derivative financial instruments	(5,680)	5,299	(15,155)	(1,909)	—	—	(20,835)	3,390
General and administrative	—	—	—	—	(27,340)	(38,916)	(27,340)	(38,916)
Adjustments to share of profit from equity accounted investees	2,347	2,905	—	—	—	—	2,347	2,905
Executive transition and restructuring costs	—	—	—	—	2,405	10,414	2,405	10,414
Renewable power purchase agreement	—	—	—	—	(1,622)	—	(1,622)	—
Adjusted EBITDA	307,386	304,499	7,773	53,299	(26,557)	(28,502)	288,602	329,296

	Three months ended June 30,	
($ thousands)	**2025**	**2024**
Net Income	60,699	63,332
Income tax expense	20,097	19,177
Depreciation, amortization, and impairment charges	42,993	43,732
Finance costs, net	34,577	36,337
Unrealized (gain) on financial instruments	(6,634)	(14,976)
Unrealized (gain) on renewable power purchase agreement	(14,531)	(835)
Share-based compensation	4,594	5,347
Acquisition and integration costs	—	66
Adjustments to share of profit from equity accounted investees	1,174	1,424
Corporate foreign exchange loss and other	3,446	2,307
Executive transition and restructuring costs	—	3,279
Adjusted EBITDA	146,415	159,190

	Six months ended June 30,	
($ thousands)	**2025**	**2024**
Net Income	110,652	103,821
Income tax expense	34,141	31,632
Depreciation, amortization, and impairment charges	85,525	87,163
Finance costs, net	68,235	71,740
Unrealized (gain) loss on derivative financial instruments	(20,835)	3,390
Unrealized (gain) loss on renewable power purchase agreement	(7,744)	8,641
Share-based compensation	7,722	10,411
Acquisition and integration costs	—	1,371
Adjustments to share of profit from equity accounted investees	2,347	2,905
Corporate foreign exchange loss (gain) and other	6,154	(2,192)
Executive transition and restructuring costs	2,405	10,414
Adjusted EBITDA	288,602	329,296

b) *Distributable Cash Flow*

Distributable cash flow is used to assess the level of cash flow generated and to evaluate the adequacy of internally generated cash flow to fund dividends and is frequently used by securities analysts, investors, and other interested parties. Changes in non-cash working capital are excluded from the determination of distributable cash flow because they are primarily the result of fluctuations in product inventories or other temporary changes. Replacement capital expenditures and lease payments are deducted from distributable cash flow as there is an ongoing requirement to incur these types of expenditures. The Company may deduct or include additional items in its calculation of distributable cash flow. These items would generally, but not necessarily, be items of an unusual, non-recurring, or non-operating in nature. The Company has excluded acquisition and integration costs relating to the Gateway Terminal acquisition as those costs are non-operating in nature. The Company did not have any such costs in the comparative period. The following is a reconciliation of distributable cash flow from operations to its most directly comparable GAAP measure, cash flow from operating activities:

	Three months ended June 30,		**Six months ended June 30,**	
($ thousands)	**2025**	**2024**	**2025**	**2024**
Cash flow from operating activities	99,380	(66,449)	221,232	126,384
Adjustments:				
Changes in non-cash working capital and taxes paid	42,935	219,722	58,352	193,644
Replacement capital	(14,655)	(6,865)	(20,463)	(11,237)
Cash interest expense, including capitalized interest	(32,379)	(34,482)	(63,928)	(68,360)
Acquisition and integration costs (1)	—	66	—	1,371
Executive transition and restructuring costs (1)	—	3,232	2,405	3,232
Lease payments	(6,778)	(8,000)	(13,095)	(16,034)
Current income tax	(7,223)	(5,739)	(12,449)	(13,051)
Distributable cash flow	81,280	101,485	172,054	215,949

(1) Costs adjusted on an incurred basis.

	Twelve months ended June 30,	
($ thousands)	**2025**	**2024**
Cash flow from operating activities	693,302	472,001
Adjustments:		
Changes in non-cash working capital and taxes paid	(145,934)	139,711
Replacement capital	(45,213)	(34,339)
Cash interest expense, including capitalized interest	(129,904)	(135,106)
Acquisition and integration costs (1)	—	23,413
Executive transition and restructuring costs (1)	16,142	3,232
Lease payments	(27,302)	(34,237)
Current income tax	(29,716)	(22,828)
Distributable cash flow	331,375	411,847

(1) Costs adjusted on an incurred basis.

NON-GAAP FINANCIAL RATIOS

The Company uses non-GAAP ratios that do not have standardized meanings under GAAP and that therefore may not be comparable to similar measures used by other companies. A non-GAAP ratio is a ratio in which at least one component is a non-GAAP financial measure. The Company uses non-GAAP ratios to present aspects of its financial performance or financial position, including dividend payout ratio, net debt to adjusted EBITDA ratio and distributable cash flow per share ratio. Noted below is additional information about the composition of these ratios.

a) Dividend Payout Ratio

Dividend payout ratio is a non-GAAP ratio defined as dividends declared divided by distributable cash flow, on a rolling 12-month basis. This measure is used by securities analysts, investors and others as an indication of the Company's ability to generate cash flows to continue to pay dividends, and the proportion of cash generated that is used to pay dividends to shareholders.

	Twelve months ended June 30,	
	2025	**2024**
Distributable cash flow	331,375	411,847
Dividends declared	274,372	259,364
Dividend payout ratio	83%	63%

b) Net Debt to Adjusted EBITDA Ratio

Net debt to adjusted EBITDA is a non-GAAP ratio, which uses net debt divided by adjusted EBITDA. The Company, lenders, investors and analysts use this ratio to monitor the Company's capital structure, financing requirements and measuring its ability to cover debt obligations over time. Net debt is not a standardized financial measure under GAAP and may not be comparable with measures disclosed by other companies and is a capital management measure.

Net debt is total borrowings (including current and non-current borrowings and lease liabilities), less unsecured hybrid notes and cash and cash equivalents. Unsecured hybrid notes are considered by the Company as equity and therefore excluded.

	Twelve months ended June 30,	
	2025	**2024**
Current and long-term debt	2,704,585	2,742,549
Lease liabilities	55,120	55,362
Less: unsecured hybrid notes	(450,000)	(450,000)
Less: cash and cash equivalents	(41,570)	(48,994)
Net debt	2,268,135	2,298,917
Adjusted EBITDA	569,448	648,577
Net debt to adjusted EBITDA ratio	4.0	3.5

c) Distributable Cash Flow per share Ratio

Distributable cash flow per share is a non-GAAP financial ratio, which is not a standardized financial measure under GAAP and may not be comparable with measures disclosed by other companies. Distributable cash flow per share is calculated by dividing distributable cash flow by the weighted average number of shares outstanding on a rolling 12-month basis. The Company believes that investment analysts, investors and other interested parties use distributable cash flow per share to evaluate the Company's ability to grow its distributable cash flow on a non-diluted basis.

	Twelve months ended June 30,	
	2025	**2024**
Cash flow from operating activities	693,302	472,001
Distributable cash flow	331,375	411,847
Weighted average common shares outstanding - basic (*thousands of shares*)	163,643	162,362
Cash flow from operating activities per share ($/share)	4.24	2.91
Distributable Cash Flow per share ($/share)	2.02	2.54

Supplementary Financial Measures

A supplementary financial measure is a financial measure that: (a) is not reported in the Company's condensed consolidated financial statements, and (b) is, or is intended to be, reported periodically to represent historical or expected financial performance, financial position, or cash flows. The supplementary financial measures the Company uses are identified below:

- Growth capital expenditures reflect projects intended to improve the Company's profitability directly or indirectly.
- Growth capital, acquisitions and equity investments includes growth capital expenditures, mergers and acquisitions, and amounts invested in the Company's equity investments intended to improve the investments profitability directly or indirectly.
- Replacement capital expenditures intend to keep the Company's existing infrastructure operating safely and reliably. These expenditures include scheduled tank and pipeline inspections, replacement of existing infrastructure, maintenance work which extends the economic life and safe operation of the assets.

Capital Management Measures

The financial reporting framework used to prepare the financial statements requires disclosure that help readers assess the Company's capital management objectives, policies, and processes, as set out in IFRS Accounting Standards IAS 1 – Presentation of Financial Statements. The Company has its own methods for managing capital and liquidity, and IFRS Accounting Standards do not prescribe any particular calculation method. In addition to GAAP measures, the Company uses capital management measures of net debt and total capital.

The composition, usefulness and quantitative reconciliation of capital management measures are presented in "Liquidity and Capital Resources" section of this MD&A.

Total of Segments Measures

The Company uses the sum of the total segment revenue and the segment profit of its business segments (namely, Infrastructure and Marketing) in the analysis performed under the "Results of Operations and Trends Impacting the Business" section within this MD&A. Using this method to analyze results, that is, by reflecting inter-segment revenue and profit within segment metrics, the Company can evaluate the relative performance of each segment on a standalone basis.

The Company defines segment profit as revenue less cost of sales (excluding depreciation, amortization and impairment charges) and operating expenses. Segment profit also includes the Company's share of equity pick up from equity accounted investees. Segment profit excludes depreciation, amortization, accretion, impairment charges, share-based compensation, and corporate expenses such as income taxes, interest and general and administrative expenses, as senior management looks at each period's earnings before corporate expenses and non-cash items, as one of the Company's important measures of segment performance. The exclusion of depreciation, amortization and impairment expense could be viewed as limiting the usefulness of segment profit as a performance measure because it does not take into account, in current periods, the implied reduction in value of the Company's capital assets (such as, tanks, pipelines and connections, and plant, equipment and other assets) caused by use, aging and wear and tear. Repair and maintenance expenditures that do not extend the useful life, improve the efficiency or expand the operating capacity of the Company's capital assets are charged to operating expense as incurred.

	Three months ended June 30,		Six months ended June 30,	
($ thousands)	**2025**	**2024**	**2025**	**2024**
Segment revenue				
Infrastructure	173,063	186,428	349,745	372,412
Marketing	2,654,657	3,107,831	5,316,596	6,294,658
Total segment revenue	2,827,720	3,294,259	5,666,341	6,667,070
Revenue – inter-segmental	(68,078)	(61,187)	(158,989)	(145,390)
Total revenue – external	2,759,642	3,233,072	5,507,352	6,521,680
Segment profit				
Infrastructure	156,640	150,632	310,719	296,295
Marketing	9,068	35,827	22,928	55,208
Segment profit	165,708	186,459	333,647	351,503

	Three months ended June 30,		Six months ended June 30,	
($ thousands)	**2025**	**2024**	**2025**	**2024**
Gross profit	119,379	138,311	239,336	255,352
Share of profit from equity accounted investees	3,444	5,865	10,316	12,279
Depreciation, amortization and impairment	40,548	41,655	80,647	82,976
Loss on sale of assets	—	111	(3)	(1,055)
Other income	735	1,129	1,381	3,694
Foreign exchange gain (loss)	1,602	(612)	1,970	(1,743)
Segment profit	165,708	186,459	333,647	351,503

RISK FACTORS

Shareholders and prospective investors should carefully evaluate risk factors noted by the Company before investing in the Company's securities, as each of these risks may negatively affect the trading price of the Company's securities, the amount of dividends paid to shareholders and the ability of the Company to fund its debt obligations, including debt obligations under its outstanding notes and any other debt securities that the Company may issue from time to time. Other than those risks noted below there have been no material changes to the risk factors presented in the Company's AIF and MD&A for the year ended December 31, 2024, available on SEDAR+ at www.sedarplus.ca and on the Company's website at www.gibsonenergy.com.

Trade Policy and Tariffs

The second Trump administration in the U.S. have applied or are likely to apply imposed wide-ranging and substantial tariffs on certain products and materials entering the United States. Certain countries, including Canada, that are subject to increased tariffs for goods entering the U.S., have or are likely to, apply retaliatory tariffs on U.S. goods as well. The scope and magnitude of such new, retaliatory or reciprocal tariffs remain unclear. Imposition of such tariffs could damage the North American economy and affect the valuation of the Canadian dollar relative to the U.S. dollar. Also, tariffs could materially adversely affect the Company's' business and operations in both Canada and the U.S. The Company cannot predict with certainty the outcomes of changing policies, tariffs or restrictions on trade, however, the Company continues to closely monitor developments in this area.

FORWARD-LOOKING INFORMATION

Certain statements and information included or referred to in this MD&A constitute forward-looking information (as such term is defined under applicable Canadian securities laws). These statements relate to future events or the Company's future performance. All statements other than statements of historical fact are forward-looking information. The use of any of the words "anticipate", "plan", "continue", "target", "must", "commit", "estimate", "expect", "extend", "remain", "future", "intend", "may", "can", "will", "project", "should", "could", "would", "believe", "predict", "forecast", "long-term", "potential", "possibility", "opportunity" and similar expressions of future outcomes or statements regarding an outlook are intended to identify forward-looking information. Forward-looking information, included or referred to in this MD&A includes, but is not limited to statements with respect to:

- *the Company's plans, targets, timing and the achievement thereof, including but not limited to its cost saving's campaign, growth and replacement capital expenditure and the amount and allocation thereof;*
- *the composition of the Company's leadership team;*
- *the planned maintenance and timing thereof for the Company's assets;*
- *the addition or disposition of assets and changes in the services to be offered by the Company;*
- *fluctuations in the Company's net debt to adjusted EBITDA ratio, interest coverage ratio and other metrics, and the timing and drivers thereof;*
- *the Company's commitment to low-carbon transition and achieving its emission reduction targets;*
- *the anticipated benefits of the Gateway Terminal acquisition and the timing thereof, including the opportunity to expand the Company's asset base;*
- *the potential impact of exchange rate fluctuations on the Company's results and the Company's ability to minimize such impact through the use of financial derivatives;*
- *the impact of macroeconomic conditions, increased interest rates, geopolitical events, inflation, technology and other factors on economic activity, commodity prices and the Company, including its ability to access capital;*
- *the Company's projections relating to target segment profit, distributable cash flow, distributable cash flow per share, total cash flow and the stability thereof;*
- *the Company's investment in new equipment, technology, facilities and personnel;*
- *the Company's continued capital investment and the expansion and augmentation of existing terminals and associated infrastructure and engagement in commercial discussions;*
- *continued expansion and improvement of the Company's facilities;*
- *the Company's growth strategy to expand in existing and new markets;*
- *long-term contracts and the terms, counterparties and impacts thereof;*
- *the Company's ability to execute its current business strategy, related milestones and ability to meet its ESG targets and the associated impacts to the Company;*
- *the Company's response to the energy transition and the strategic opportunities available to the Company and potential changes to the services offered by the Company;*
- *the desirability of Canadian oil and gas and the impact on the demand for the Company's services;*
- *the Company's ability to renew or renegotiate contracts and the effects thereof;*
- *the Company's ability to extend or refinance its long-term debt expiring in the near term;*
- *the Company's current projects supporting shippers on the Trans Mountain pipeline expansion;*
- *the effect of the Company's credit rating and/or changes to the Company's credit ratings and impact on its borrowing costs and ability to access private and public credit markets;*
- *the effect of the Company's performance relative to ESG targets and its ability to meet the ESG requirements of counterparties and impact to borrowing costs under its sustainability-linked revolving credit facility;*
- *the anticipated benefits of the Company's renewable power purchase agreement, and the timing thereof;*
- *the impact of pipeline projects on the Company's business;*
- *the availability of sufficient capital and liquidity for planned growth;*
- *uncertainty and volatility relating to crude oil prices;*
- *the effect of market volatility on the Company's marketing revenue and activities;*
- *the sufficiency and sources of funding to service the Company's debt and to pay down and retire indebtedness,*
- *the Company's ability to meet its operating obligations, fund capital expenditures and pay dividends;*

- *the appropriateness of the Company's approach to its capital structure, possible changes thereto, the reasons therefore and the effects thereof;*
- *the expected results from major growth projects;*
- *the potential effects of tariffs on markets;*
- *evaluations by credit rating agencies and the results and effects thereof;*
- *the adequacy of the Company's provisions for decommissioning and environmental costs and legal claims or actions, the materiality and timing thereof and anticipated impact on the Company in the event of any such claims or actions were successful;*
- *the Company's plans for additional strategic acquisitions, capital expenditures or other similar transactions, including the costs, timing and completion thereof;*
- *the expected cost relative to budget and in-service dates for new storage capacity and new projects being constructed by the Company;*
- *the Company's planned hedging and risk management activities;*
- *the Company's projections of commodity purchase and sales activities;*
- *the continued safe and reliable operation of the Company's infrastructures and the uses of replacement capital expenditure;*
- *the Company's projections of commodity prices, inflation and currency and interest rate fluctuations and their impact on, among other things, the Company's business, results of operations, and ability to access financing on acceptable terms or at all;*
- *the sources of the Company's cash flows;*
- *the Company's NCIB and share repurchases; and*
- *the Company's projection of dividends, dividend policy and the timing and payment of dividends thereunder.*

With respect to forward-looking information contained in this MD&A, assumptions and estimates have been made regarding, among other things:

- *Gibson's ability to obtain the anticipated benefits from the acquisition of the Gateway Terminal and the renewable power purchase agreement;*
- *the accuracy of historical and forward-looking operational and financial information and estimates, including that provided by the sellers of the Gateway Terminal;*
- *the accuracy of financial and operational projections of Gibson following completion of the acquisition of Gateway Terminal;*
- *the completion of Gateway Terminal's connection to the Cactus II Pipeline;*
- *general economic and industry conditions, including, without limitation, macroeconomic, societal, political and industry trends;*
- *the impact of geopolitical instability in certain regions of the world and concern regarding energy security or international or global events, including government responses related thereto on demand for crude oil and petroleum products and the Company's operations generally;*
- *future growth in world-wide demand for crude oil and petroleum products;*
- *commodity prices;*
- *no material defaults by the counterparties to agreements with the Company;*
- *the Company's ability to obtain qualified and diverse personnel and equipment in a timely and cost-efficient manner or at all;*
- *the regulatory framework governing taxes and environmental matters in the jurisdictions in which the Company conducts and will conduct its business;*
- *the energy transition that is underway as the world shifts towards a lower carbon economy and a maintained industry focus on sustainability and the impact thereof on the Company;*
- *the development and performance of technology and new energy efficient products, services and programs including but not limited to the use of zero-emission and renewable fuels, carbon capture and storage, electrification of equipment powered by zero-emission energy sources and utilization and availability of carbon offsets and carbon price outlook;*
- *the Company's relationships with the communities in which it operates;*
- *climate-related estimates and scenarios and the accuracy thereof, including the cost of compliance with climate change legislation and the impact thereof on the Company;*

- *the impact of emerging regulations on the nature of oil and gas operations, expenditures in the oil and gas industry, and demand for products and services;*
- *credit ratings applicable to the Company;*
- *the Company's ability to achieve its sustainability and ESG targets, the timing thereof and the impact thereof on the Company;*
- *the Company's future investments in new technologies and innovation and the return thereon;*
- *operating and borrowing costs, including those related to the Company's sustainability and ESG programs;*
- *future capital expenditures to be made by the Company, and, as applicable, its partner(s), including its ability to place assets into service and the associated costs of such projects;*
- *the effectiveness of the Company's hedging and risk management activities;*
- *the Company's ability to obtain financing on acceptable terms;*
- *the Company's ability to maintain a strong balance sheet and financial position;*
- *the Company's future debt levels;*
- *the Company's decommissioning obligations and environmental remediation costs;*
- *inflation and changes to interest rates and their impact on the Company;*
- *the impact of increasing competition on the Company;*
- *the impact of changes in government policies on the Company;*
- *the Company's ability to generate sufficient cash flow to meet the Company's current and future obligations;*
- *the Company's dividend policy;*
- *product supply and demand;*
- *the Company's ability to successfully establish critical accounting judgements and estimates;*
- *demand for the services offered by the Company;*
- *the likelihood of success of any claim or action against the Company and the impact thereof;*
- *the Company's ability to renegotiate contracts for its services on terms favorable to the Company;*
- *the impact of future changes in accounting policies on the Company's consolidated financial statements; and*
- *the Company's ability to successfully implement the plans and programs disclosed in the Company's strategy.*

In addition, this MD&A may contain forward-looking information attributed to third party industry sources. This forward-looking information speaks only as of the date of this MD&A and the Company does not undertake any obligations to publicly update or revise any forward-looking information, whether as a result of new information, future events or otherwise, except as required by applicable Canadian securities laws. Actual results could differ materially from those anticipated in forward-looking information as a result of numerous risks and uncertainties including, but not limited to, the risks and uncertainties described this MD&A, including under the heading "Risk Factors" herein. Readers should also refer to "Forward-Looking Information" and "Risk Factors" in the Company's current AIF and this MD&A, and the MD&A for the year ended December 31, 2024, to the risk factors described in other documents the Company files from time to time with securities regulatory authorities, available on the Company's profile at www.sedarplus.ca and on the Company's website at www.gibsonenergy.com. No assurance can be given that these expectations will prove to be correct. As such, forward-looking information included or referred to in this MD&A and the Company's other filings with Canadian securities regulatory authorities should not be unduly relied upon. These statements speak only as of the date of this MD&A.

Information on, or connected to, the Company's website www.gibsonenergy.com does not form part of this MD&A.

The forward-looking information included or referred to in this MD&A are expressly qualified by this cautionary statement.

TERMS AND ABBREVIATIONS

AIF: the Company's Annual Information Form for the year ended December 31, 2024

barrel: one barrel of petroleum, each barrel representing 34.972 Imperial gallons or 42 U.S. gallons

Board: Gibson's Board of Directors

Cactus II pipeline: a 26-inch diameter, 670,000 barrel-per-day oil pipeline that runs from the Delaware basin in West Texas to Corpus Christi, with further connectivity to Ingleside, Texas

Crude Marketing: the aggregated Canadian and U.S. liquids marketing business

DBRS Morningstar: collectively the companies of DBRS Limited, DBRS Inc., DBRS Ratings Limited and DBRS Ratings GmbH

DC&P: disclosure controls and procedures as defined in *National instrument 52-109 Certification of disclosure in Issuers' Annual and Interim Filings*

DRU: Diluent Recovery Unit, a facility that separates diluent from heavier petroleum stock, owned by the Company's equity accounted for investee Hardisty Energy Terminal LP

EBITDA: earnings before interest, taxes, depreciation and amortization

ESG: Environmental, Social, Governance

GAAP or IFRS Accounting Standards: International Financial Reporting Standards as set out in the Handbook of the Canadian Institute of Chartered Professional Accountants and as issued by the International Accounting Standards Board, also referred to as IFRS Accounting Standards

Gateway Terminal: the Company's liquids export terminal, located in Ingleside, Texas, acquired on August 1, 2023

ICFR: Internal Controls over Financial Reporting as defined in *National instrument 52-109 Certification of disclosure in Issuers' Annual and Interim Filings*

MD&A: Management Discussion and Analysis

Moose Jaw Facility: Gibson's crude oil processing facility located at Moose Jaw, Saskatchewan, that produces asphaltic and lighter distillate products that are generally sold into specialized markets

Refined Products: the Company's business which markets the outputs of the Moose Jaw Facility

NCIB: normal course issuer bid

NGL: Natural Gas Liquids, comprised of ethane, propane, butane and natural gasoline

NI 52-112: National instrument 52-112 – Non-GAAP and Other Financial Measures Disclosure

Shareholders: the holders of issued and outstanding common shares from time to time

Turnaround: A planned, temporary shutdown of a facility or unit, to complete work that cannot be conducted while operational.

U.S.: United States of America

WCS: Western Canadian Select, a type of heavy crude oil commonly produced in the WCSB

WCSB: Western Canadian Sedimentary Basin

WTI: West Texas Intermediate, a type of crude oil used as a benchmark in crude oil pricing

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