Consolidated Balance Sheet
(Unaudited, expressed in millions of Canadian dollars)

As at	Note	September 30, 2024	December 31, 2023
Assets			
Current assets			
Cash and cash equivalents	18	**$ 158**	$ 160
Accrued revenue and accounts receivable	4	**371**	465
Inventories	5	**281**	235
Risk management	20	**—**	2
		810	862
Non-current assets			
Property, plant and equipment	6	**5,552**	5,683
Exploration and evaluation assets	7	**128**	128
Other assets	8	**200**	225
Total assets		**$ 6,690**	$ 6,898
Liabilities			
Current liabilities			
Accounts payable and accrued liabilities	9	**$ 444**	$ 499
Dividends payable		**27**	—
Interest payable		**10**	31
Current portion of provisions and other liabilities	11	**35**	30
Risk management	20	**7**	24
		523	584
Non-current liabilities			
Long-term debt	10	**804**	1,124
Provisions and other liabilities	11	**435**	486
Deferred income tax liability		**314**	177
Total liabilities		**2,076**	2,371
Shareholders' equity			
Share capital	12	**4,675**	4,845
Contributed surplus		**172**	180
Deficit		**(271)**	(531)
Accumulated other comprehensive income		**38**	33
Total shareholders' equity		**4,614**	4,527
Total liabilities and shareholders' equity		**$ 6,690**	$ 6,898

Commitments and contingencies (Note 22)
The accompanying notes are an integral part of these Interim Consolidated Financial Statements.

Consolidated Statement of Earnings and Comprehensive Income
(Unaudited, expressed in millions of Canadian dollars, except per share amounts)

		Three months ended September 30		Nine months ended September 30	
	Note	2024	2023	2024	2023
Revenues					
Petroleum revenue, net of royalties	14	**$ 1,255**	$ 1,405	**$ 3,956**	$ 4,111
Power and transportation revenue	14	**10**	33	**46**	98
Revenues		**1,265**	1,438	**4,002**	4,209
Expenses					
Diluent expense		**403**	359	**1,271**	1,220
Transportation and storage expense		**171**	157	**448**	452
Operating expenses		**66**	80	**218**	252
Purchased product		**214**	279	**859**	1,066
Depletion and depreciation	6, 8	**161**	146	**470**	406
General and administrative		**17**	17	**55**	50
Stock-based compensation	13	**3**	10	**21**	32
Net finance expense	16	**24**	37	**88**	114
Other income		**(1)**	(1)	**(5)**	(2)
Commodity risk management loss, net	20	**2**	7	**7**	23
Foreign exchange (gain) loss, net	15	**(9)**	28	**26**	(1)
Earnings before income taxes		**214**	319	**544**	597
Income tax expense	17	**47**	70	**143**	131
Net earnings		**167**	249	**401**	466
Other comprehensive income, net of tax					
Items that may be reclassified to profit or loss:					
Foreign currency translation adjustment		**(2)**	5	**5**	—
Comprehensive income		**$ 165**	$ 254	**$ 406**	$ 466
Net earnings per common share					
Basic	19	**$ 0.62**	$ 0.87	**$ 1.48**	$ 1.62
Diluted	19	**$ 0.62**	$ 0.86	**$ 1.47**	$ 1.61

The accompanying notes are an integral part of these Interim Consolidated Financial Statements.

Consolidated Statement of Changes in Shareholders' Equity
(Unaudited, expressed in millions of Canadian dollars)

	Share Capital	Contributed Surplus	Deficit	Accumulated Other Comprehensive Income	Total Shareholders' Equity
Balance as at December 31, 2023	**$ 4,845**	**$ 180**	**$ (531)**	**$ 33**	**$ 4,527**
Stock-based compensation	**—**	**15**	**—**	**—**	**15**
Stock options exercised	**2**	**—**	**—**	**—**	**2**
RSUs and PSUs vested and released	**23**	**(23)**	**—**	**—**	**—**
Repurchase of shares for cancellation	**(195)**	**—**	**(108)**	**—**	**(303)**
Tax on repurchases of equity	**—**	**—**	**(6)**	**—**	**(6)**
Dividends	**—**	**—**	**(27)**	**—**	**(27)**
Comprehensive income	**—**	**—**	**401**	**5**	**406**
Balance as at September 30, 2024	**$ 4,675**	**$ 172**	**$ (271)**	**$ 38**	**$ 4,614**
Balance as at December 31, 2022	$ 5,164	$ 169	$ (988)	$ 38	$ 4,383
Stock-based compensation	—	18	—	—	18
Stock options exercised	1	—	—	—	1
RSUs vested and released	13	(13)	—	—	—
Repurchase of shares for cancellation	(182)	—	(45)	—	(227)
Comprehensive income	—	—	466	—	466
Balance as at September 30, 2023	$ 4,996	$ 174	$ (567)	$ 38	$ 4,641

The accompanying notes are an integral part of these Interim Consolidated Financial Statements.

Consolidated Statement of Cash Flow
(Unaudited, expressed in millions of Canadian dollars)

		Three months ended September 30		Nine months ended September 30	
	Note	**2024**	**2023**	**2024**	**2023**
Cash provided by (used in):					
Operating activities					
Net earnings		**$ 167**	$ 249	**$ 401**	$ 466
Adjustments for:					
Deferred income tax expense	17	**47**	68	**140**	129
Depletion and depreciation	6, 8	**161**	146	**470**	406
Stock-based compensation	13	**5**	4	**15**	96
Unrealized loss (gain) on foreign exchange	15	**(9)**	28	**25**	—
Unrealized net loss (gain) on commodity risk management	20	**(8)**	(7)	**(15)**	4
Debt extinguishment expense	16	**—**	2	**7**	8
Accretion on provisions	16	**2**	3	**9**	9
Other		**1**	1	**1**	3
Decommissioning expenditures	11	**(1)**	(2)	**(4)**	(3)
Payments on onerous contract	11	**(3)**	—	**(6)**	—
Net change in long-term incentive compensation liability		**—**	—	**2**	—
Funds flow from operating activities		**362**	492	**1,045**	1,118
Net change in non-cash working capital items	18	**79**	(160)	**(16)**	(305)
Net cash provided by (used in) by operating activities		**441**	332	**1,029**	813
Investing activities					
Capital expenditures	6	**(141)**	(83)	**(376)**	(345)
Other		**—**	—	**—**	(1)
Net change in non-cash working capital items	18	**20**	(42)	**17**	(27)
Net cash provided by (used in) investing activities		**(121)**	(125)	**(359)**	(373)
Financing activities					
Repurchase and redemption of long-term debt	10	**(136)**	(92)	**(351)**	(263)
Debt redemption premium	10	**(2)**	(2)	**(7)**	(6)
Repurchase of shares	12	**(108)**	(58)	**(303)**	(227)
Tax on share repurchases		**(2)**	—	**(6)**	—
Issue of shares, net of issue costs		**—**	1	**1**	1
Receipts on leased assets	18	**1**	—	**2**	1
Payments on leased liabilities	18	**(4)**	(5)	**(12)**	(13)
Net change in non-cash working capital items	18	**6**	4	**1**	—
Net cash provided by (used in) financing activities		**(245)**	(152)	**(675)**	(507)
Effect of exchange rate changes on cash and cash equivalents held in foreign currency		**(3)**	4	**3**	—
Change in cash and cash equivalents		**72**	59	**(2)**	(67)
Cash and cash equivalents, beginning of year		**86**	66	**160**	192
Cash and cash equivalents, end of period		**$ 158**	$ 125	**$ 158**	$ 125

The accompanying notes are an integral part of these Interim Consolidated Financial Statements.

All amounts are expressed in millions of Canadian dollars unless otherwise noted.

1. CORPORATE INFORMATION

MEG Energy Corp. (the "Corporation") was incorporated under the *Alberta Business Corporations Act* on March 9, 1999. The Corporation's shares trade on the Toronto Stock Exchange under the symbol "MEG". The Corporation owns a 100% interest in over 410 square miles of mineral leases in the southern Athabasca oil region of Alberta, Canada and is primarily engaged in *in situ* thermal oil production at its Christina Lake Project.

The corporate office is located at 600 – 3rd Avenue SW, Calgary, Alberta, Canada.

2. BASIS OF PRESENTATION

The unaudited interim consolidated financial statements ("interim consolidated financial statements") were prepared using the same accounting policies and methods as those used in the Corporation's audited consolidated financial statements for the year ended December 31, 2023. The interim consolidated financial statements are in compliance with International Accounting Standard 34, Interim Financial Reporting ("IAS 34"). Accordingly, certain information and footnote disclosure normally included in annual financial statements prepared in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board ("IFRS Accounting Standards"), has been omitted or condensed. The preparation of interim consolidated financial statements in accordance with IAS 34 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the Corporation's accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the consolidated financial statements, have been set out in Note 4 of the Corporation's audited consolidated financial statements for the year ended December 31, 2023. These interim consolidated financial statements should be read in conjunction with the Corporation's audited consolidated financial statements for the year ended December 31, 2023.

These interim consolidated financial statements are presented in Canadian dollars ($ or C$), which is the Corporation's functional currency and were approved by the Corporation's Board of Directors on November 5, 2024.

3. CHANGE IN ACCOUNTING POLICY

New accounting standards

IFRS 18 *Presentation and Disclosure in Financial Statements*

IFRS 18 'Presentation and Disclosure in Financial Statements' was issued on April 9, 2024 by the International Accounting Standards Board effective for annual periods beginning on or after January 1, 2027. The standard is to be applied retrospectively, with certain transition provisions. The standard introduces new requirements for improved comparability in the structure of the statement of earnings and comprehensive income, enhanced transparency of management-defined performance measures and more useful grouping of information in the financial statements. The Corporation is currently evaluating the impacts of the standard on its consolidated financial statements.

4. ACCRUED REVENUE AND ACCOUNTS RECEIVABLE

As at	September 30, 2024	December 31, 2023
Accrued revenue	**$ 336**	$ 428
Accounts receivable	**12**	21
Deposits and advances	**21**	14
Current portion of sublease receivable	**2**	2
	$ 371	$ 465

5. INVENTORIES

As at	September 30, 2024	December 31, 2023
Bitumen blend	**$ 249**	$ 196
Diluent	**14**	23
Material and supplies	**18**	16
	$ 281	$ 235

6. PROPERTY, PLANT AND EQUIPMENT

	Crude oil	Right-of-use assets	Corporate assets	Total
Cost				
Balance as at December 31, 2023	$ 10,396	$ 308	$ 79	$ 10,783
Additions	376	2	—	378
Derecognition	(11)	—	—	(11)
Change in decommissioning provision	(36)	—	—	(36)
Balance as at September 30, 2024	**$ 10,725**	**$ 310**	**$ 79**	**$ 11,114**
Accumulated depletion and depreciation				
Balance as at December 31, 2023	$ 4,954	$ 85	$ 61	$ 5,100
Depletion and depreciation	457	13	3	473
Derecognition	(11)	—	—	(11)
Balance as at September 30, 2024	**$ 5,400**	**$ 98**	**$ 64**	**$ 5,562**
Carrying amounts				
Balance as at December 31, 2023	$ 5,442	$ 223	$ 18	$ 5,683
Balance as at September 30, 2024	**$ 5,325**	**$ 212**	**$ 15**	**$ 5,552**

At September 30, 2024, PP&E was assessed for indicators of impairment and none were identified. Assets not available for use as at September 30, 2024 totaled $32 million (assets not available for use as at December 31, 2023 - $13 million).

7. EXPLORATION AND EVALUATION ASSETS

As at September 30, 2024, E&E assets consist of $128 million in exploration projects which are pending the determination of proved or probable bitumen reserves (year ended December 31, 2023 – $128 million). These assets were assessed for indicators of impairment at September 30, 2024 and none were identified.

8. OTHER ASSETS

As at	September 30, 2024	December 31, 2023
Non-current pipeline linefill[a]	**$ 183**	$ 206
Finance sublease receivables	**8**	10
Prepaid transportation costs	**8**	8
Intangible assets	**3**	3
	202	227
Less current portion, included in accrued revenue and accounts receivable	**(2)**	(2)
	$ 200	$ 225

a. Non-current pipeline linefill on third-party owned pipelines is classified as a non-current asset as these transportation contracts expire after December 2029.

9. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

As at	September 30, 2024	December 31, 2023
Trade payables and other	**$ 425**	$ 475
Current liability for cash-settled stock-based compensation	**19**	24
	$ 444	$ 499

10. LONG-TERM DEBT

As at	September 30, 2024	December 31, 2023
Unsecured:		
7.125% senior unsecured notes (September 30, 2024 - $US nil; due 2027; December 31, 2023 - US$258.2 million)	**$ —**	$ 341
5.875% senior unsecured notes (September 30, 2024 - US$600 million; due 2029; December 31, 2023 - US$600 million)	**810**	792
	810	1,133
Unamortized deferred debt discount and debt issue costs	**(6)**	(9)
	$ 804	$ 1,124

The U.S. dollar denominated debt was translated into Canadian dollars at the period end exchange rate of US$1 = C$1.3505 (December 31, 2023 – US$1 = C$1.3205).

During the nine months ended September 30, 2024, the Corporation redeemed the remaining US$258 million (approximately $351 million) of the 7.125% senior unsecured notes due February 2027 at a redemption price of 101.8%, plus accrued and unpaid interest.

11. PROVISIONS AND OTHER LIABILITIES

As at	September 30, 2024	December 31, 2023
Lease liabilities[a]	**$ 248**	$ 259
Decommissioning provision[b]	**178**	210
Onerous contract[c]	**42**	47
Long-term incentive compensation liability	**2**	—
Provisions and other liabilities	**470**	516
Less current portion	**(35)**	(30)
Non-current portion	**$ 435**	$ 486

a. Lease liabilities:

As at	September 30, 2024	December 31, 2023
Balance, beginning of period	**$ 259**	$ 244
Modification	**—**	33
Payments	**(30)**	(41)
Interest expense	**18**	24
Foreign exchange impact	**1**	(1)
Balance, end of period	**248**	259
Less current portion	**(16)**	(15)
Non-current portion	**$ 232**	$ 244

The Corporation's minimum lease payments are as follows:

As at September 30	2024
Within one year	**$ 39**
Later than one year but not later than five years	**154**
Later than five years	**387**
Minimum lease payments	**580**
Amounts representing finance charges	**(332)**
Net minimum lease payments	**$ 248**

b. Decommissioning provision:

The following table presents the decommissioning provision associated with the reclamation and abandonment of the Corporation’s PP&E and E&E assets:

As at	September 30, 2024	December 31, 2023
Balance, beginning of period	**$ 210**	$ 166
Changes in estimated life and estimated future cash flows	**(22)**	6
Changes in discount rates	**(14)**	30
Liabilities settled	**(4)**	(3)
Accretion	**8**	11
Balance, end of period	**178**	210
Less current portion	**(9)**	(6)
Non-current portion	**$ 169**	$ 204

The decommissioning provision represents the present value of the estimated future costs for the reclamation and abandonment of the Corporation's PP&E and E&E assets. The total undiscounted amount of the estimated future cash flows to settle the decommissioning obligations is $874 million (December 31, 2023 – $831 million). At September 30, 2024, the Corporation has estimated the net present value of the decommissioning obligations using a weighted-average credit-adjusted risk-free rate of 8.5% (December 31, 2023 – 8.0%) and an inflation rate of 2.1% (December 31, 2023 - 2.1%). The decommissioning provision is estimated to be settled in periods up to the year 2066 (December 31, 2023 - periods up to the year 2066).

c. Onerous contract:

As at	September 30, 2024	December 31, 2023
Balance, beginning of period	**$ 47**	$ —
Modification	**(2)**	—
Payments	**(6)**	—
Accretion	**1**	—
Foreign exchange impact	**2**	—
Recognition	**—**	47
Balance, end of period	**42**	47
Less current portion	**(10)**	(9)
Non-current portion	**$ 32**	$ 38

The onerous contract liability represents the present value of the estimated future cash flows with a remaining term of 4.5 years, and relates to the assignment of an onerous marketing contract.

12. SHARE CAPITAL

Common shares are classified as equity. Transaction costs directly attributable to the issuance of shares are recognized as a reduction of shareholders’ equity, net of any related income tax. When the Corporation repurchases its own common shares, share capital is reduced by the average carrying value of the shares repurchased. If the average carrying value of the shares exceeds the purchase price, the difference will be recognized as contributed surplus. If the purchase price exceeds the average carrying value of the shares, any previous contributed surplus related to such transactions is reversed. To the extent there is none, the difference is recognized as a reduction to retained earnings.

The Corporation is authorized to issue an unlimited number of common shares without nominal or par value and an unlimited number of preferred shares.

Changes in issued common shares and the amount of share capital are as follows:

	Nine months ended September 30, 2024		Year ended December 31, 2023	
	Number of shares (thousands)	Amount	Number of shares (thousands)	Amount
Balance, beginning of year	**274,642**	**$ 4,845**	291,081	$ 5,164
Issued upon exercise of stock options	**153**	**2**	139	2
Issued upon vesting and release of equity-settled RSUs and PSUs	**2,311**	**23**	2,377	13
Repurchase of shares for cancellation	**(11,071)**	**(195)**	(18,955)	(334)
Balance, end of period	**266,035**	**$ 4,675**	274,642	$ 4,845

On March 6, 2024, the Toronto Stock Exchange ("TSX") approved the renewal of the Corporation's normal course issuer bid ("NCIB"). Pursuant to the NCIB, MEG will purchase for cancellation, from time to time, as it considers advisable, up to a maximum of 24,007,526 common shares of the Corporation. The NCIB became effective on March 11, 2024 and will terminate on March 10, 2025 or such earlier time as the NCIB is completed or terminated at the option of MEG.

For the nine months ended September 30, 2024, the Corporation repurchased for cancellation 11.1 million common shares under its NCIB at a weighted-average price of $27.40 per share for a total cost of $303 million. Share capital was reduced by $195 million, reflecting the average carrying value of $17.59 per share. Retained earnings was reduced by $108 million for the repurchase price of shares above the carrying value. A 2% tax levied on share repurchases totaling $6 million was also recorded as a reduction to retained earnings.

During 2024, the Corporation issued approximately 2.3 million common shares upon vesting and release of restricted share units ("RSUs") and performance share units ("PSUs").

13. STOCK-BASED COMPENSATION

	Three months ended September 30		Nine months ended September 30	
	2024	2023	2024	2023
Cash-settled expense(i)	**$ (2)**	$ 6	**$ 6**	$ 23
Equity-settled expense	**5**	4	**15**	18
Realized equity price risk management gain(ii)	**—**	—	**—**	(87)
Unrealized equity price risk management loss(ii)	**—**	—	**—**	78
Stock-based compensation	**$ 3**	$ 10	**$ 21**	$ 32

(i) Cash-settled RSUs, PSUs and DSUs are accounted for as liability instruments and are measured at fair value based on the market value of the Corporation's common shares at each period end and certain estimates including a performance multiplier for PSUs. Fluctuations in the fair value are recognized during the period in which they occur.

(ii) Relates to financial equity price risk management contracts entered to manage the Corporation's exposure to cash-settled RSUs and PSUs vesting between 2021 and 2023 granted under the Corporation's stock-based compensation plans. Amounts were unrealized until vesting of the related units occurred. All financial equity price risk management contracts were fully realized as at March 31, 2023. See note 20(d) for further details.

As at September 30, 2024, the Corporation recognized a current liability of $19 million and non-current liability of $2 million relating to the fair value of cash-settled PSUs and DSUs (December 31, 2023 – current liability of $24 million related to the fair value of cash-settled DSUs).

14. REVENUES

	Three months ended September 30		Nine months ended September 30	
	2024	2023	2024	2023
Sales from:				
Production	$ 1,207	$ 1,301	$ 3,539	$ 3,286
Purchased product[(i)]	217	285	876	1,095
Petroleum revenue	$ 1,424	$ 1,586	$ 4,415	$ 4,381
Royalties	(169)	(181)	(459)	(270)
Petroleum revenue, net of royalties	$ 1,255	$ 1,405	$ 3,956	$ 4,111
Power revenue	$ 10	$ 32	$ 45	$ 95
Transportation revenue	—	1	1	3
Power and transportation revenue	$ 10	$ 33	$ 46	$ 98
Revenues	$ 1,265	$ 1,438	$ 4,002	$ 4,209

(i) The associated third-party purchases are included in the consolidated statement of earnings and comprehensive income under the caption "Purchased product".

a. Disaggregation of revenue from contracts with customers

The Corporation recognized revenue upon delivery of goods and services in the following geographic regions:

	Three months ended September 30					
	2024			2023		
	Petroleum Revenue			Petroleum Revenue		
	Proprietary	Third-party	Total	Proprietary	Third-party	Total
Country:						
Canada	$ 386	$ 32	$ 418	$ 319	$ 63	$ 382
United States	821	185	1,006	982	222	1,204
	$ 1,207	$ 217	$ 1,424	$ 1,301	$ 285	$ 1,586

	Nine months ended September 30					
	2024			2023		
	Petroleum Revenue			Petroleum Revenue		
	Proprietary	Third-party	Total	Proprietary	Third-party	Total
Country:						
Canada	$ 1,284	$ 143	$ 1,427	$ 860	$ 207	$ 1,067
United States	2,255	733	2,988	2,426	888	3,314
	$ 3,539	$ 876	$ 4,415	$ 3,286	$ 1,095	$ 4,381

For the three and nine months ended September 30, 2024, power and transportation revenue of $10 million and $46 million was attributed to Canada, respectively (three and nine months ended September 30, 2023 – $33 million and $98 million attributed to Canada, respectively).

b. Revenue-related assets

The Corporation has recognized the following revenue-related assets in accrued revenue and accounts receivable:

As at	September 30, 2024	December 31, 2023
Petroleum revenue	**$ 333**	$ 424
Power and transportation revenue	**3**	4
Total revenue-related assets	**$ 336**	$ 428

Revenue-related receivables are typically settled within 30 days. At September 30, 2024 and December 31, 2023, there was no material expected credit loss recorded against revenue-related receivables.

15. FOREIGN EXCHANGE (GAIN) LOSS, NET

	Three months ended September 30		Nine months ended September 30	
	2024	**2023**	**2024**	**2023**
Unrealized foreign exchange (gain) loss on:				
Long-term debt	**$ (12)**	$ 32	**$ 28**	$ 1
US$ denominated cash and cash equivalents	**3**	(4)	**(3)**	(1)
Unrealized net (gain) loss on foreign exchange	**(9)**	28	**25**	—
Realized (gain) loss on foreign exchange	**—**	—	**1**	(1)
Foreign exchange (gain) loss, net	**$ (9)**	$ 28	**$ 26**	$ (1)
C$ equivalent of 1 US$				
Beginning of period	**1.3687**	1.3238	**1.3205**	1.3534
End of period	**1.3505**	1.3537	**1.3505**	1.3537

16. NET FINANCE EXPENSE

	Three months ended September 30		Nine months ended September 30	
	2024	**2023**	**2024**	**2023**
Interest expense on long-term debt	**$ 14**	$ 23	**$ 51**	$ 72
Interest expense on lease liabilities	**6**	5	**18**	17
Credit facility fees	**3**	4	**9**	12
Interest income	**(1)**	—	**(6)**	(4)
Net interest expense	**22**	32	**72**	97
Debt extinguishment expense	**—**	2	**7**	8
Accretion on provisions	**2**	3	**9**	9
Net finance expense	**$ 24**	$ 37	**$ 88**	$ 114

During the nine months ended September 30, 2024, debt extinguishment expense of $7 million was recognized, which was associated with the 7.125% senior unsecured note redemptions during the nine months ended September 30, 2024.

17. INCOME TAX EXPENSE

	Three months ended September 30		Nine months ended September 30	
	2024	**2023**	**2024**	**2023**
Current income tax expense	**$ —**	$ 2	**$ 3**	$ 2
Deferred income tax expense	**47**	68	**140**	129
Income tax expense	**$ 47**	$ 70	**$ 143**	$ 131

18. SUPPLEMENTAL CASH FLOW DISCLOSURES

	Three months ended September 30		Nine months ended September 30	
	2024	**2023**	**2024**	**2023**
Cash provided by (used in):				
Accrued revenue and accounts receivable	**$ 192**	$ (192)	**$ 97**	$ (174)
Inventories[(a)]	**37**	(102)	**(16)**	(121)
Accounts payable and accrued liabilities	**(108)**	118	**(57)**	(8)
Interest payable	**(16)**	(22)	**(22)**	(29)
	$ 105	$ (198)	**$ 2**	$ (332)
Changes in non-cash working capital relating to:				
Operating	**$ 79**	$ (160)	**$ (16)**	$ (305)
Investing	**20**	(42)	**17**	(27)
Financing	**6**	4	**1**	—
	$ 105	$ (198)	**$ 2**	$ (332)
Cash and cash equivalents:[(b)]				
Cash	**$ 158**	$ 125	**$ 158**	$ 125
Cash equivalents	**—**	—	**—**	—
	$ 158	$ 125	**$ 158**	$ 125
Cash interest paid	**$ 30**	$ 46	**$ 69**	$ 99

a. Cash provided by (used in) inventories during the nine months ended September 30, 2024 excludes a $26 million reclassification of pipeline linefill from non-current assets to current inventories.

b. As at September 30, 2024, $118 million of the Corporation's total cash and cash equivalents balance was held in U.S. dollars (September 30, 2023 – $90 million). The U.S. dollar cash and cash equivalents balance has been translated into Canadian dollars at the period end exchange rate of US$1 = C$1.3505 (September 30, 2023 – US$1 = C$1.3537).

The following table provides a reconciliation of assets and liabilities to cash flows arising from financing activities:

	Finance sublease receivables	Lease liabilities	Long-term debt
Balance as at December 31, 2023	$ 10	$ 259	$ 1,124
Financing cash flow changes:			
Receipts on leased assets	**(2)**	**—**	**—**
Payments on leased liabilities	**—**	**(12)**	**—**
Repayment and redemption of long-term debt	**—**	**—**	**(351)**
Debt redemption premium	**—**	**—**	**(7)**
Other cash and non-cash changes:			
Interest payments on lease liabilities	**—**	**(18)**	**—**
Interest expense on lease liabilities	**—**	**18**	**—**
Unrealized (gain) loss on foreign exchange	**—**	**1**	**28**
Debt extinguishment expense	**—**	**—**	**7**
Amortization of deferred debt discount and debt issue costs	**—**	**—**	**3**
Balance as at September 30, 2024	**$ 8**	**$ 248**	**$ 804**

(i) Finance sublease receivables, lease liabilities & long-term debt all include their respective current portion.

19. NET EARNINGS PER COMMON SHARE

	Three months ended September 30		Nine months ended September 30	
	2024	**2023**	**2024**	**2023**
Net earnings	**$ 167**	$ 249	**$ 401**	$ 466
Weighted average common shares outstanding (millions)[a]	**268**	285	**271**	287
Dilutive effect of stock options and equity-settled RSUs and PSUs (millions)	**1**	3	**2**	3
Weighted average common shares outstanding – diluted (millions)	**269**	288	**273**	290
Net earnings per share, basic	**$ 0.62**	$ 0.87	**$ 1.48**	$ 1.62
Net earnings per share, diluted	**$ 0.62**	$ 0.86	**$ 1.47**	$ 1.61

a. Weighted average common shares outstanding for the three and nine months ended September 30, 2024 include 116,217 and 209,875 PSUs vested but not yet released, respectively (three and nine months ended September 30, 2023 - 564,221 and 521,846 PSUs vested but not yet released, respectively).

20. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

The financial instruments recognized on the consolidated balance sheet are comprised of cash and cash equivalents, trade receivables and other, risk management contracts, accounts payable and accrued liabilities, interest payable and long-term debt.

a. Fair values:

The carrying values of cash and cash equivalents, trade receivables and other, accounts payable and accrued liabilities, dividends payable and interest payable included on the consolidated balance sheet approximate the fair values of the respective assets and liabilities due to the short-term nature of those instruments.

The following fair values are based on Level 2 inputs to fair value measurement:

As at	September 30, 2024		December 31, 2023	
	Carrying amount	Fair value	Carrying amount	Fair value
Recurring measurements:				
Financial assets				
Commodity risk management contracts	**$ —**	**$ —**	$ 2	$ 2
Financial liabilities				
Long-term debt (Note 10)	**$ 810**	**$ 797**	$ 1,133	$ 1,108
Commodity risk management contracts	**$ 7**	**$ 7**	$ 24	$ 24

The estimated fair value of long-term debt is derived using quoted prices in an inactive market from a third-party independent broker. The fair value was determined based on estimates at September 30, 2024 and is expected to fluctuate over time.

The fair value of risk management contracts is derived using quoted prices in an active market from a third-party independent broker. Management's assumptions rely on external observable market data including forward prices for commodities and foreign exchange rates. The observable inputs may be adjusted using certain methods, which include extrapolation to the end of the term of the contract.

b. Risk management:

The Corporation's risk management assets and liabilities consist of condensate swaps, natural gas swaps, and equity swaps. The use of financial risk management contracts is governed by a Risk Management Committee that follows guidelines and limits approved by the Board of Directors. The Corporation does not use financial derivatives for speculative purposes. Financial risk management contracts are measured at fair value, with gains and losses on re-measurement included in the consolidated statement of earnings and comprehensive income in the period in which they arise.

The Corporation’s financial risk management contracts are subject to master agreements that create a legally enforceable right to offset, by counterparty, the related financial assets and financial liabilities on the Corporation’s balance sheet in all circumstances.

The following table provides a reconciliation of changes in the fair value of the Corporation’s financial risk management assets and liabilities from January 1 to September 30:

As at September 30	2024	2023
Risk management assets (liabilities), beginning of year	**$ (22)**	$ 60
Realized risk management (gain) loss on:		
Equity price risk management contracts	**—**	(87)
Commodity risk management contracts	**22**	19
Change in fair value on:		
Equity price risk management contracts(i)	**—**	9
Commodity risk management contracts(ii)	**(7)**	(23)
Risk management assets (liabilities), end of period	**$ (7)**	$ (23)

(i) Represents total equity price risk management (gain) loss recognized within stock-based compensation expense.
(ii) Represents total commodity risk management (gain) loss.

c. Commodity risk management:

The Corporation had the following financial commodity risk management contracts relating to natural gas purchases outstanding at September 30, 2024:

Natural Gas Purchase Contracts	Volumes (GJ/d)	Term	Average Price (C$/GJ)
AECO Fixed Price	30,000	Oct 1, 2024 - Dec 31, 2024	$4.11

Incremental to these commodity risk management contracts, the Corporation occasionally enters contracts to fix the spread between WTI prices for consecutive months to support marketing asset optimization activities.

The following table summarizes the sensitivity of the earnings (loss) before income tax to the impact of fluctuating commodity prices on the Corporation's open financial commodity risk management positions in place at September 30, 2024:

Commodity	Sensitivity Range	Increase	Decrease
Natural gas purchase price	± C$0.50 per GJ applied to natural gas contracts	**$ 1**	**$ (1)**

The following table summarizes the financial commodity risk management gains and losses:

	Three months ended September 30		Nine months ended September 30	
	2024	**2023**	**2024**	**2023**
Realized loss (gain) on commodity risk management	**$ 10**	$ 14	**$ 22**	$ 19
Unrealized loss (gain) on commodity risk management	**(8)**	(7)	**(15)**	4
Commodity risk management (gain) loss, net	**$ 2**	$ 7	**$ 7**	$ 23

d. Equity price risk management:

In 2020, the Corporation entered financial equity price risk management contracts to increase the predictability of the Corporation's cash flow by managing share price volatility related to the Corporation's stock-based compensation program. Equity price risk is the risk that changes in the Corporation's own share price will impact earnings and cash flows. Earnings and funds flow from operating activities are impacted when outstanding cash-settled RSUs and PSUs, issued under the Corporation's stock-based compensation plans, are revalued each period based on the Corporation's share price and the revaluation is recognized in stock-based compensation expense. Net cash provided by (used in) operating activities is impacted when the cash-settled components of these stock-based compensation units are ultimately settled. The Corporation entered into equity price risk management contracts in March 2020 to manage its exposure on cash-settled RSUs and PSUs vesting between April 1, 2021 and March 31, 2023. Equity price risk management (gain) loss is recognized in stock-based compensation expense on the statement of earnings (loss), the unrealized asset (liability) is included in risk management on the balance sheet and any realized asset outstanding at period-end is included in trade receivables and other on the balance sheet.

	Three months ended September 30		Nine months ended September 30	
	2024	**2023**	**2024**	**2023**
Realized equity price risk management gain	**$ —**	$ —	**$ —**	$ (87)
Unrealized equity price risk management loss	**—**	—	**—**	78
Equity price risk management (gain) loss	**$ —**	$ —	**$ —**	$ (9)

e. Credit risk management:

Credit risk arises from the potential that the Corporation may incur a loss if a counterparty fails to meet its obligations in accordance with agreed terms. The Corporation applies the simplified approach to providing for expected credit losses prescribed by IFRS 9, which permits the use of the lifetime expected loss provision for all trade receivables. The Corporation uses a combination of historical and forward-looking information to determine the appropriate loss allowance provisions. Credit risk exposure is mitigated through credit policies governing the Corporation’s credit portfolio and with credit practices that limit transactions according to each counterparty's credit quality. A substantial portion of accounts receivable are with investment grade customers in the energy industry and are subject to normal industry credit risk. The Corporation has experienced no material loss in relation to trade receivables. At September 30, 2024, the Corporation’s estimated maximum exposure to credit risk related to trade receivables, deposits and advances was $369 million. Counterparty default risk associated with the Corporation’s commodity risk management activities is also partially mitigated through credit exposure limits, frequent assessment of counterparty credit ratings and netting arrangements.

The Corporation’s cash balances are used to repay debt, fund capital expenditures and return capital to shareholders. The cash balances are held in high interest savings accounts or are invested in high grade, liquid, short-term instruments such as commercial paper, money market deposits or similar instruments. The cash and cash equivalents balance at September 30, 2024 was $158 million. The Corporation’s estimated maximum exposure to credit risk related to its cash and cash equivalents is $158 million.

f. Liquidity risk management:

Liquidity risk is the risk that the Corporation will not be able to meet its financial obligations as they become due. Liquidity risk also includes the risk that the Corporation cannot generate sufficient cash flow from the Christina Lake Project or is unable to raise further capital to meet its obligations under its debt agreements. In the event of a default, the lenders are entitled to exercise any and all remedies available under the debt agreements. The Corporation manages its liquidity risk through the active management of cash, debt and revolving credit facilities and by maintaining appropriate access to credit.

Management believes its current capital resources and its ability to manage cash flow and working capital levels will allow the Corporation to meet its current and future obligations, to make scheduled principal and interest payments, and to fund the other needs of the business for at least the next 12 months. Meeting current and future obligations through periods of volatility is supported by the Corporation's financial framework and credit risk management policies which minimize exposure related to customer receivables primarily to investment grade customers in the energy industry. However, no assurance can be given that this will be the case or that future sources of capital will not be necessary.

The US$600 million of 5.875% senior unsecured notes due February 2029 represents the earliest and only long-term debt maturity. None of the Corporation’s outstanding long-term debt contains financial maintenance covenants. Additionally, the Corporation's modified covenant-lite $600 million revolving credit facility has no financial maintenance covenant unless drawn in excess of 50%, or $300 million. If drawn in excess of 50%, or $300 million, the Corporation is required to maintain a quarterly first lien net leverage ratio (first lien net debt to last twelve-month EBITDA) of 3.5 or less. Under the Corporation's credit facility, first lien net debt is calculated as debt under the credit facility plus other debt that is secured on a *pari passu* basis with the credit facility, less cash on hand.

21. CAPITAL MANAGEMENT

The Corporation's capital consists of cash and cash equivalents, debt and shareholders' equity. The Corporation's objective for managing capital is to prioritize balance sheet strength while maintaining flexibility to repay debt, fund capital expenditures, return capital to shareholders or fund future production growth. In the current price environment, management believes its capital resources and its ability to manage cash flow and working capital levels will allow the Corporation to meet its current and future obligations, to make scheduled principal and interest payments, and to fund the other needs of the business for at least the next 12 months. Debt repayment, share repurchases, dividends and capital expenditures are anticipated to be funded by the Corporation's adjusted funds flow, cash-on-hand and/or other available liquidity.

On March 6, 2024, the TSX approved the renewal of the Corporation's NCIB. Pursuant to the NCIB, MEG will purchase for cancellation, from time to time, as it considers advisable, up to a maximum of 24,007,526 common shares of the Corporation. The NCIB became effective on March 11, 2024 and will terminate on March 10, 2025 or such earlier time as the NCIB is completed or terminated at the option of MEG.

During the third quarter of 2024, 50% of free cash flow was allocated to share repurchases with the remainder applied to debt repayment. This allocation remained in place until net debt reached US$600 million in the third quarter of 2024. Starting in October 2024, the Corporation increased its return to shareholders to 100% of free cash flow through expanded share buybacks and the introduction of a quarterly base dividend.

The following table summarizes the Corporation's net debt:

As at	Note	September 30, 2024	December 31, 2023
Long-term debt	10	**$ 804**	$ 1,124
Cash and cash equivalents		**(158)**	(160)
Net debt - C$		**$ 646**	$ 964
Net debt - US$		**$ 478**	$ 730

Net debt is an important measure used by management to analyze leverage and liquidity.

During the third quarter of 2024, the Corporation redeemed the remaining US$100 million (approximately $136 million) of the 7.125% senior unsecured notes at a redemption price of 101.8%, plus accrued and unpaid interest.

Beginning in the second quarter of 2022, the Corporation began repurchasing MEG common shares for cancellation under the Corporation's NCIB program. For the nine months ended September 30, 2024, the Corporation repurchased for cancellation 11.1 million common shares totaling $303 million.

The Corporation paid a cash dividend of $0.10 per share on October 15, 2024. On November 5, 2024 the Corporation's Board of Directors declared a quarterly cash dividend of $0.10 per share for payment on January 15, 2025. Dividends are recognized as a reduction to retained earnings when declared. The declaration of dividends is at the sole discretion of the Corporation’s Board of Directors and is considered quarterly.

The Corporation has $1.2 billion of available credit, comprised of $600 million under a revolving credit facility and $600 million under a letter of credit facility guaranteed by Export Development Canada ("EDC Facility"). Letters of credit under the EDC Facility do not consume capacity of the revolving credit facility. The revolving credit facility and the EDC Facility have maturity dates of October 31, 2026 and are secured by substantially all the assets of the Corporation.

The revolving credit facility has a modified covenant-lite structure, meaning it contains no financial maintenance covenant unless the Corporation is drawn under the revolving credit facility in excess of 50%, or $300 million. If drawn in excess of 50%, or $300 million, under the revolving credit facility the Corporation is required to maintain a first lien net debt to last twelve month EBITDA ratio of 3.50 or less. The Corporation continues to have no first lien debt outstanding.

The Corporation's US$600 million of 5.875% senior unsecured notes due February 2029 represent the earliest and only long-term debt maturity. At September 30, 2024, the Corporation had $600 million unutilized capacity under the revolving credit facility and, with $273 million of issued letters of credit, had $327 million of unutilized capacity under the $600 million EDC Facility.

The following table summarizes the Corporation's funds flow from operating activities, adjusted funds flow and free cash flow:

	Three months ended September 30		Nine months ended September 30	
	2024	2023	**2024**	2023
Funds flow from operating activities	**$ 362**	$ 492	**$ 1,045**	$ 1,118
Adjustments:				
Impact of cash-settled SBC units subject to equity price risk management	**—**	—	**—**	13
Realized equity price risk management gain	**—**	—	**—**	(87)
Adjusted funds flow	**362**	492	**1,045**	1,044
Capital expenditures	**(141)**	(83)	**(376)**	(345)
Free cash flow	**$ 221**	$ 409	**$ 669**	$ 699

Management utilizes funds flow from operating activities, adjusted funds flow and free cash flow as measures to analyze operating performance and cash flow generating ability. Funds flow from operating activities, adjusted funds flow and free cash flow impact the level and extent of debt repayment, funding for capital expenditures and returning capital to shareholders. By excluding non-recurring items from funds flow from operating activities, adjusted funds flow provides a meaningful metric for management by establishing a clear link between the Corporation's cash flows and the operating netbacks from the Christina Lake Project. Free cash flow provides a meaningful metric to assist management and investors in analyzing corporate performance as a measure of financial liquidity and the capacity of the business to repay debt and return capital to shareholders. Funds flow from operating activities, adjusted funds flow and free cash flow are not intended to represent net cash provided by (used in) operating activities.

Net debt, adjusted funds flow and free cash flow are not standardized measures and may not be comparable with the calculation of similar measures by other companies.

22. COMMITMENTS AND CONTINGENCIES

a. Commitments

The Corporation’s commitments are enforceable and legally binding obligations to make payments in the future for goods and services. These items exclude amounts recorded on the consolidated balance sheet. The Corporation had the following commitments as at September 30, 2024:

	2024	2025	2026	2027	2028	Thereafter	Total
Transportation and storage[(i)]	$ 123	$ 490	$ 493	$ 495	$ 500	$ 5,182	$ 7,283
Diluent purchases[(ii)(iii)]	155	73	67	61	62	92	510
Other operating commitments	4	18	18	9	9	60	118
Variable office lease costs	1	5	4	4	4	13	31
Capital commitments	46	—	—	—	—	—	46
Commitments	**$ 329**	**$ 586**	**$ 582**	**$ 569**	**$ 575**	**$ 5,347**	**$ 7,988**

(i) This represents transportation and storage commitments from 2024 to 2048. Excludes amounts recognized on the consolidated balance sheet (Note 11).

(ii) The associated transportation commitment is included in transportation and storage.

(iii) During the third quarter of 2024, the Corporation executed a 5-year diluent supply commitment.

b. Contingencies

The Corporation is involved in various legal claims associated with the normal course of operations. The Corporation believes that any liabilities that may arise pertaining to such matters would not have a material impact on its financial position.