CROWN POINT ENERGY INC.
Condensed Interim Consolidated Financial Statements

For the three months ended March 31, 2019
(Unaudited)

CROWN POINT ENERGY INC.
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
(Unaudited)
(United States Dollars)

As at		March 31 2019		December 31 2018
Assets				
Current assets:				
Cash	$	4,436,997	$	2,194,072
Trade and other receivables (Note 4)		6,429,766		12,029,153
Oil inventory		1,785,143		-
Prepaid expenses and other current assets (Note 5)		2,249,319		2,121,612
		14,901,225		16,344,837
Exploration and evaluation assets		9,043,030		9,032,994
Property and equipment (Note 6)		54,449,248		54,750,958
Other non-current assets		839		3,268
Goodwill		4,996,568		4,996,568
	$	83,390,910	$	85,128,625
Liabilities and Shareholders' Equity				
Current liabilities:				
Trade and other payables	$	5,147,289	$	8,299,835
Current taxes payable		6,935,655		5,406,520
Bank debt (Note 7)		-		1,700,000
Current portion of contingent liability (Note 8)		1,762,250		2,321,930
Current portion of decommissioning provision (Note 9)		180,710		179,544
Current portion of lease liability (Note 10)		232,868		-
		14,258,772		17,907,829
Contingent liability (Note 8)		4,877,323		4,744,616
Decommissioning provision (Note 9)		6,918,519		6,834,757
Lease liability (Note 10)		1,112,675		-
Deferred tax liability (Note 13)		4,909,806		7,329,504
		32,077,095		36,816,706
Shareholders' equity:				
Share capital		131,745,215		131,745,215
Contributed surplus		6,887,166		6,887,166
Accumulated other comprehensive loss		(18,409,076)		(18,432,797)
Deficit		(68,909,490)		(71,887,665)
		51,313,815		48,311,919
	$	83,390,910	$	85,128,625

Subsequent events (Note 19)

Approved on behalf of the Board of Directors:

"Gordon Kettleson"	*"Pablo Peralta"*
Gordon Kettleson, Director	Pablo Peralta, Director

See accompanying notes to condensed interim consolidated financial statements.

CROWN POINT ENERGY INC.
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF INCOME (LOSS) AND COMPREHENSIVE INCOME (LOSS)
(Unaudited)
(United States Dollars)

For the three months ended March 31		2019		2018
Revenue				
Oil and natural gas sales (Note 11)	$	12,012,185	$	5,541,446
Export tax		(836,204)		-
Royalties		(1,764,170)		(869,160)
		9,411,811		4,672,286
Expenses				
Operating		2,927,695		1,613,482
General and administrative		773,306		508,889
Depletion and depreciation		2,934,037		1,589,195
Transaction costs		-		23,999
Fair value adjustment of contingent liability (Note 8)		(101,021)		-
Foreign exchange gain		(577,345)		(73,659)
		5,956,672		3,661,906
Operating income		3,455,139		1,010,380
Net finance expense (Note 12)		(138,086)		(101,236)
Income before taxes		3,317,053		909,144
Tax expense (Note 13)		(338,878)		(636,365)
Net income for the period		2,978,175		272,779
Other comprehensive income (loss)				
Items that may be subsequently reclassified to profit or loss				
Exchange differences on translation of the Canadian parent company		23,721		(99,211)
Total comprehensive income for the period	$	3,001,896	$	173,568
Net income per share - basic and diluted (Note 16)	$	0.04	$	0.01

See accompanying notes to these condensed interim consolidated financial statements.

CROWN POINT ENERGY INC.
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY
(Unaudited)
(United States Dollars)

For the three months ended March 31		2019		2018
Share capital				
Balance, January 1 and March 31	$	131,745,215	$	119,982,644
Contributed surplus				
Balance, January 1 and March 31		6,887,166		6,887,166
Accumulated other comprehensive loss				
Balance, January 1		(18,432,797)		(18,266,601)
Exchange differences on translation of Canadian parent company		23,721		(99,211)
Balance, March 31		(18,409,076)		(18,365,812)
Deficit				
Balance, January 1		(71,887,665)		(77,853,502)
Net income		2,978,175		272,779
Balance, March 31		(68,909,490)		(77,580,723)
Total shareholders' equity	$	51,313,815	$	30,923,275

See accompanying notes to these condensed interim consolidated financial statements.

CROWN POINT ENERGY INC.
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CHANGES IN CASH FLOWS
(Unaudited)
(United States Dollars)

For the three months ended March 31		2019		2018
Operating activities:				
Net income	$	2,978,175	$	272,779
Items not affecting cash:				
Depletion and depreciation		2,934,037		1,589,195
Fair value adjustment of contingent liability (Note 8)		(101,021)		-
Unrealized foreign exchange gain		(107,359)		(84,807)
Finance expense (Note 12)		78,216		38,468
Tax expense (Note 13)		(2,046,968)		(91,000)
Funds flow from operating activities		3,735,080		1,724,635
Change in non-cash working capital (Note 17)		2,315,293		314,608
Net cash from operating activities		6,050,373		2,039,243
Financing activities:				
Bank debt repayment (Note 7)		(1,700,000)		(581,298)
Proceeds from return of deposits		-		58,000
Lease payments (Note 10)		(53,936)		-
Interest expense (Note 12)		(3,069)		(16,054)
Net cash used in financing activities		(1,757,005)		(539,352)
Investing activities:				
Exploration and evaluation expenditures		(10,036)		(26,907)
Property and equipment expenditures (Note 6)		(1,934,734)		(96,797)
Settlement of contingent liability (Note 8)		(325,952)		-
Change in other non-current assets		2,000		1,495
Change in non-cash working capital (Note 17)		456,767		(82,317)
Net cash used in investing activities		(1,811,955)		(204,526)
Change in cash		2,481,413		1,295,365
Foreign exchange effect on cash held in foreign currencies		(238,488)		(36,911)
Cash, January 1		2,194,072		720,649
Cash, March 31	$	4,436,997	$	1,979,103

See accompanying notes to these condensed interim consolidated financial statements.

1. REPORTING ENTITY AND GOING CONCERN:

Crown Point Energy Inc. ("Crown Point" or the "Company") was incorporated under the laws of British Columbia and continued under the laws of Alberta on July 27, 2012. Crown Point is based in Calgary, Alberta and is involved in the exploration for, and development and production of petroleum and natural gas in Argentina.

The Company's registered office is Suite 2400, 525 – 8th Avenue SW, Calgary, Alberta, T2P 1G1.

As at March 31, 2019, Liminar Energía S.A. ("Liminar"), the Company's largest shareholder, owned approximately 59.5% of the Company's issued and outstanding common shares.

2. BASIS OF PRESENTATION:

The unaudited condensed interim consolidated financial statements of the Company and its subsidiaries have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board, applicable to the preparation of interim financial statements as set out in International Accounting Standard 34 Interim Financial Reporting.

The Company has consistently applied the same accounting policies throughout all periods presented except as noted in Note 3 for changes and impact of new accounting policies adopted effective January 1, 2019. These unaudited condensed interim consolidated financial statements should be read in conjunction with the audited consolidated financial statements and notes thereto for the year ended December 31, 2018.

These unaudited condensed interim consolidated financial statements include the accounts of the Company and its wholly owned subsidiaries, CanAmericas (Argentina) Energy Ltd., Crown Point Energía S.A. and St. Patrick Oil & Gas S.A.

These unaudited condensed interim consolidated financial statements were authorized for issue by the Board of Directors on May 30, 2019.

3. CHANGES IN SIGNIFICANT ACCOUNTING POLICIES:

IFRS 16 Leases

On January 1, 2019, the Company adopted IFRS 16 Leases ("IFRS 16") using the modified retrospective approach which does not require restatement of prior period financial information as it recognizes the cumulative effect as an adjustment to opening retained earnings and applies the standard prospectively.

On adoption of IFRS 16, the Company's lease liabilities related to contracts classified as leases are measured at the discounted present value of the remaining minimum lease payments, excluding short-term and low-value leases. The right-of -use assets recognized were measured at amounts equal to the present value of the lease obligations. The weighted average incremental borrowing rate used to determine the lease liability at adoption was approximately 8%. The right-of-use assets and lease liability recognized relate to certain office premises and equipment in Argentina. The Company elected not to apply lease accounting to certain leases for which the lease term ends within 12 months of the date of initial application and leases of low dollar value assets.

The cumulative effect of initially applying IFRS 16 was recognized as $1,372,612 for right-of-use assets (Note 6) with a corresponding amount to lease liabilities (Note 10).

In applying IFRS 16 for the first time, the Company used the following practical expedients permitted by the standard:

- Use of a single discount rate to a portfolio of leases with similar characteristics;
- Accounting for leases with a remaining term of less than 12 months as at January 1, 2019 as short-term leases;
- Accounting for lease payments as an expense and not recognize a right-of-use asset if the underlying asset is of low dollar value; and

(United States dollars)

- The use of hindsight in determining the lease term where the contract contains terms to extend or terminate the lease.

Upon the adoption of IFRS 16, the Company adopted the following significant accounting policy effective January 1, 2019:

Leases

A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. A lease liability is recognized at the commencement of the lease term at the present value of the lease payments that are not paid at that date. At the commencement date, a corresponding right-of-use asset is recognized at the amount of the lease liability, adjusted for lease incentives received, retirement costs and initial direct costs. Depreciation is recognized on the right-of-use asset over the lease term. Interest expense is recognized on the lease liabilities using the effective interest rate method and payments are applied against the lease liability.

Key areas where management has made judgments, estimates, and assumptions related to the application of IFRS 16 include:

- The incremental borrowing rates are based on judgments including economic environment, term, currency, and the underlying risk inherent to the asset. The carrying balance of the right-of-use assets, lease liabilities, and the resulting interest expense and depreciation expense, may differ due to changes in the market conditions and lease term.
- Lease terms are based on assumptions regarding extension terms that allow for operational flexibility and future market conditions.

4. TRADE AND OTHER RECEIVABLES:

The Company’s trade and other receivables are exposed to the risk of financial loss if the counterparty fails to meet its contractual obligations. The Company’s trade and other receivables include amounts due from the sale of crude oil and natural gas. The majority of the Company’s oil production is exported by the Company to two international traders and to a Chilean public company; the majority of the Company’s natural gas production is sold by the Company to several Argentine companies.

Three major purchasers that represent 100% of oil revenue reported in the three months ended March 31, 2019 comprise $1,073,084 of accounts receivable at March 31, 2019 (December 31, 2018 – $5,761,907) and three major purchasers that represent 82% of natural gas revenue reported in the three months ended March 31, 2019 comprise $3,259,874 of accounts receivable at March 31, 2019 (December 31, 2018 – $1,821,186) (Note 13).

The Company’s maximum exposure to credit risk at March 31, 2019 and December 31, 2018 in respect of trade and other receivables consists of:

	March 31 2019	December 31 2018
Due from Argentine companies	$ 5,445,243	$ 6,403,669
Due from an international company	1,074,084	5,761,907
Other receivables	174,686	133,931
Allowance for credit losses	(264,247)	(270,354)
Total trade and other receivables	$ 6,429,766	$ 12,029,153

(United States dollars)

The Company's trade and other receivables are aged as follows:

		March 31 2019		December 31 2018
Not past due (less than 90 days)	$	5,251,691	$	10,032,806
Past due (more than 90 days)		1,442,322		2,266,701
		6,694,013		12,299,507
Allowance for credit losses		(264,247)		(270,354)
Total trade and other receivables	$	6,429,766	$	12,029,153

5. PREPAID EXPENSES AND OTHER CURRENT ASSETS:

		March 31 2019		December 31 2018
Prepaid expenses	$	1,170,979	$	988,244
Value Added Tax		1,078,340		1,133,368
	$	2,249,319	$	2,121,612

6. PROPERTY AND EQUIPMENT:

	Argentina			Canada	
	Development and Production Assets	Right-of-Use Assets	Other Assets	Other Assets	Total
Cost:	$	$	$	$	$
Balance, December 31, 2018	95,624,372	–	427,987	273,330	96,325,689
Additions	1,926,466	1,372,612	8,268	–	3,307,346
Decommissioning revisions (Note 9)	36,648	–	–	–	36,648
Effect of change in exchange rates	–	–	–	6,004	6,004
Balance, March 31, 2019	97,587,486	1,372,612	436,255	279,334	99,675,687
Accumulated depletion and depreciation:					
Balance, December 31, 2018	40,977,688	–	338,255	258,788	41,574,731
Depletion and depreciation	3,592,517	42,894	9,512	1,104	3,646,027
Effect of change in exchange rates	–	–	–	5,681	5,681
Balance, March 31, 2019	44,570,205	42,894	347,767	265,573	45,226,439
Net carrying amount:					
At December 31, 2018	54,646,684	–	89,732	14,542	54,750,958
At March 31, 2019	53,017,281	1,329,718	88,488	13,761	54,449,248

Right-of-use assets:

The Company recognizes right-of-use assets and corresponding lease liabilities (Note 10) related to certain office premises and equipment in Argentina. Right-of-use assets are depreciated on a straight-line basis over the 10-year term of the related leases.

Future development costs:

The depletion expense calculation for the period ended March 31, 2019 included $28.2 million (December 31, 2018 – $29.8 million) for estimated future development costs associated with proved and probable reserves in Argentina.

(United States dollars)

7. BANK DEBT:

A continuity of the Company's bank debt is as follows:

Balance, December 31, 2018	$	1,700,000
Repayment		(1,700,000)
Balance, March 31, 2019	$	–

On December 7, 2018, the Company obtained a $1.7 million loan facility from Banco Macro (the "2nd Macro Working Capital Loan") secured by certain of the Company's accounts receivable to a maximum of $1.7 million applied against the loan when collected. The 2nd Macro Working Capital Loan bears interest at a rate of 6.75% per annum, calculated and paid monthly, and is repayable on or before February 5, 2019. The loan was repaid on January 10, 2019.

8. CONTINGENT LIABILITY:

A reconciliation of the contingent liability as at March 31, 2019 is provided below:

Balance, December 31, 2018	$	7,066,546
Cash settlement		(325,952)
Fair value adjustment		(101,021)
Balance, March 31, 2019	$	6,639,573
Current portion of contingent liability		(1,762,250)
Long-term portion of contingent liability	$	4,877,323

The Company will make quarterly payments until December 31, 2027 equal to 10% of the amount by which net revenue (oil and gas revenue less provincial royalties) received by St. Patrick from its Participating Interest in the TDF Concessions for the quarter exceeds certain base net revenue thresholds for such quarter. If in any quarter the net revenues received by St. Patrick do not exceed the base net revenue threshold for that quarter, then no royalty payment will be payable.

The fair value of the contingent liability as at March 31, 2019 was estimated using the Black-Scholes pricing model based on net revenue volatility of 66% to 77% and a risk-free rate of 2.21% to 2.31%, over a term of 7.75 years.

In conjunction with the the ROFR Sale (Note 19(b)), the Company's contingent liability will be reduced by approximately $4.3 million to $2.3 million.

9. DECOMMISSIONING PROVISION:

A reconciliation of the decommissioning provision is provided below:

Balance, December 31, 2018	$	7,014,301
Additions		36,648
Accretion		48,280
Balance, March 31, 2019		7,099,229
Current portion of decommissioning provision		(180,710)
Long-term portion of decommissioning provision	$	6,918,519

(United States dollars)

10. LEASE LIABILITIES:

The Company incurs lease payments related to certain office premises and equipment in Argentina. Leases are entered into and exited in coordination with specific business requirements which includes the assessment of the appropriate durations for the related leased assets.

Balance, December 31, 2018	$	–
Lease liability for right-of-use assets (Note 6)		1,372,612
Interest		26,867
Payments		(53,936)
Balance, March 31, 2019		1,345,543
Current portion of lease liabilities		(232,868)
Long-term lease liabilities	$	1,112,675

Total expected payments under lease agreements for office and equipment are $19,406 per month ($232,869 per year) until December 31, 2026.

11. OIL AND NATURAL GAS SALES:

The following table represents the Company's oil and natural gas sales disaggregated by commodity:

For the three months ended March 31		2019		2018
Oil	$	7,968,933	$	3,482,588
Natural gas		4,019,092		2,028,655
Natural gas liquids		24,160		30,203
	$	12,012,185	$	5,541,446

All of the Company's revenue from oil sales earned in the three months ended March 31, 2019 and 2018 was for export sales to three purchasers, of which $1,073,084 was in accounts receivable at March 31, 2019 (December 31, 2018 – $5,761,907).

All of the Company's revenue from natural gas sales earned in the three months ended March 31, 2019 and 2018 was for domestic sales, of which 82% was to three major purchasers (2018 –81% was to two major purchasers), of which $3,259,874 was in accounts receivable at March 31, 2019 (December 31, 2018 – $2,654,566).

The following table represents the Company's oil and natural gas sales disaggregated by market:

For the three months ended March 31		2019		2018
Export	$	7,968,933	$	3,482,588
Domestic		4,043,252		2,058,858
	$	12,012,185	$	5,541,446

(United States dollars)

12. NET FINANCE EXPENSE:

For the three months ended March 31		2019		2018
Interest income	$	75,172	$	4,446
Financing fees and bank charges		(135,042)		(67,214)
Interest on bank debt (Note 7)		(3,069)		(16,054)
Accretion of decommissioning provision (Note 9)		(48,280)		(22,414)
Interest on lease liabilities (Note 10)		(26,867)		–
	$	(138,086)	$	(101,236)

13. TAXES

For the three months ended March 31		2019		2018
Current tax expense	$	2,385,846	$	727,365
Deferred tax recovery		(2,046,968)		(91,000)
	$	338,878	$	636,365

Current tax expense is related to taxable income in Argentina in excess of Crown Point Energía S.A.'s non-capital loss pools available to reduce taxable income. The deferred tax recovery is related to increases/decreases in the Company's ARS denominated tax pools combined with the effect of a reduction in the tax rate applied to certain temporary tax differences and the devaluation of the ARS during the period on the translation of ARS denominated tax pools to USD.

As at March 31, 2019, the Company's deferred tax liability was $4,909,806 (December 31, 2018 – $7,329,504).

Balance, December 31, 2018	$	7,329,504
Deferred tax recovery		(2,046,968)
Effect of foreign exchange translation		(372,730)
Balance, March 31, 2019	$	4,909,806

14. RELATED PARTY TRANSACTION:

During the three months ended March 31, 2019, the Tierra del Fuego UTE (of which the Company is a member) sold a portion of natural gas production to Energía y Soluciones S.A., a company controlled by Gabriel Obrador, who is a director of the Company, for which the Company recognized $53,158 (ARS 2,119,843) (three months ended March 31, 2018 – $28,674 (ARS 573,934)) of oil and gas revenue for its working interest share. Included in trade and other receivables as at March 31, 2019 is $10,193 (ARS 440,035) (December 31, 2018 – $23,045 (ARS 864,431)) in respect of this revenue.

Transactions with related parties are conducted and recorded at the exchange amount.

15. STOCK OPTIONS:

As at December 31, 2018 and March 31, 2019, the Company had 41,000 stock options outstanding and exercisable at $8.70 per share. These stock options expired, unexercised, on May 9, 2019.

Subsequent to March 31, 2019, the Company granted 2,175,000 stock options exercisable at $0.75 per share until April 3, 2024 (Note 19(a)).

(United States dollars)

16. PER SHARE AMOUNTS:

For the three months ended March 31		2019		2018
Net income	$	2,978,175	$	272,779
Opening number of shares		72,903,038		32,903,038
Effect of shares issued		–		–
Basic weighted average number of shares		72,903,038		32,903,038
Net income per share	$	0.04	$	0.01

For the three months ended March 31, 2019 and 2018, all stock options were excluded from the diluted per share amounts as their effect was anti-dilutive.

17. SUPPLEMENTAL CASH FLOW INFORMATION:

(a) Change in non-cash working capital items:

For the three months ended March 31		2019		2018
Trade and other receivables	$	5,599,387	$	(191,947)
Inventory		(1,073,153)		(7,973)
Prepaid expenses		(127,707)		(158,468)
Trade and other payables		(3,152,546)		(105,693)
Current taxes payable		1,529,135		688,038
Effect of change in exchange rates		(3,056)		8,334
	$	2,772,060	$	232,291
Attributable to:				
Operating activities	$	2,315,293	$	314,608
Investing activities		456,767		(82,317)
	$	2,772,060	$	232,291

(b) As at March 31, 2019, the Company held $4,436,997 (December 31, 2018 – $2,194,072) of cash in Canadian and Argentine banks.

(c) During the three months ended March 31, 2019, the Company paid $3,069 (three months ended March 31, 2018 – $16,054) of interest expense on bank debt (Note 7).

(d) The Company did not make any income tax payments to Argentine tax authorities during the three months ended March 31, 2019 and 2018.

18. FOREIGN CURRENCY EXCHANGE RISK:

A substantial portion of the Company's exploration and development activities are conducted in foreign jurisdictions and a portion of the Company's cash is denominated in CAD and ARS. The Company has not entered into foreign exchange rate contracts to mitigate this risk.

(a) Foreign currency denominated financial instruments held by the Company:

As at March 31, 2019	Balance denominated in		Total USD equivalents
	CAD	ARS	
Cash	$ 16,405	$ 32,846,190	$ 770,126
Trade and other receivables	$ 8,740	$ 63,748,543	$ 1,477,373
Trade and other payables	$ (388,186)	$ (123,896,054)	$ (3,149,359)
Current taxes payable	$ –	$ (300,612,388)	$ (6,935,655)

As at December 31, 2018	Balance denominated in		Total USD equivalents
	CAD	ARS	
Cash	$ 24,155	$ 69,764,233	$ 1,870,674
Trade and other receivables	$ 10,217	$ 53,841,131	$ 1,437,532
Trade and other payables	$ (200,016)	$ (117,615,405)	$ (3,270,527)
Current taxes payable	$ –	$ (203,555,468)	$ (5,406,520)

(b) Currency devaluation:

Exchange rates as at	March 31 2019 (1)	December 31 2018 (1)
CAD to USD	0.7491	0.7330
ARS to USD	0.0231	0.0266
USD to ARS	43,342	37.6500

(1) Source Canadian Forex Exchange

Currency devaluation in Argentina impacts the cost of ARS denominated items which are translated to the USD functional currency of the Argentine subsidiaries. A portion of Tierra del Fuego ("TDF") concession operating costs and general and administrative expenses incurred in Argentina are denominated in ARS. During the three months ended March 31, 2019, the devaluation of ARS resulted in lower TDF operating costs and general and administrative expenses incurred in Argentina by approximately 9% (three months ended March 31, 2018 – devaluation of ARS; lower by approximately 2%).

During the three months ended March 31, 2019, the devaluation of ARS since the previous year end date resulted in a decrease in the USD equivalent of ARS denominated foreign currency denominated financial instruments by approximately $733,000 (three months ended March 31, 2018 – devaluation of ARS; reduction by approximately $99,000).

(c) Sensitivity analysis:

The following table presents an estimate of the impact on net loss for the market risk factors discussed above and is calculated based on the noted change in exchange rates applied to balances as at March 31, 2019:

Market risk	Change in exchange rates	Impact on net income (loss)
Foreign exchange - effect of strengthening USD:		
CAD denominated financial assets and liabilities	5%	$ 13,600
ARS denominated financial assets and liabilities	10%	$ 510,990

19. SUBSEQUENT EVENTS:

(a) On April 3, 2019, the Company granted 2,175,000 stock options to officers and directors. The stock options are exercisable at $0.75 per share until April 3, 2024.

(b) Pursuant to the Joint Operating and Union Transitoria de Empresas Agreement governing the TDF Concessions (the "UTE Agreement"), the Company's and St. Patrick's partners in the TDF Concessions (each an "UTE Partner") had a right of first refusal ("ROFR") to acquire St. Patrick's Participating Interest in the TDF Concessions. One of the UTE Partners disputed the validity of the ROFR notices issued by St. Patrick and the Vendor to the UTE Partners and, among other things, commenced arbitration proceedings against St. Patrick and the Vendor under the UTE Agreement in order to have an arbitration tribunal consider and rule on the dispute.

In December 2018, the arbitration tribunal ordered St. Patrick and the Vendor to comply with the provisions of the UTE Agreement that grant the ROFR to acquire St. Patrick's Participating Interest in the TDF Concessions to the other UTE Partners. In compliance with the arbitration tribunal's decision, St. Patrick subsequently provided notice to its UTE Partners of the indirect transfer of St. Patrick's Participating Interest in the TDF Concessions that resulted from Crown Point's acquisition of St. Patrick. All of St. Patrick's UTE Partners exercised their ROFRs to acquire their proportionate share of St. Patrick's Participating Interest in the TDF Concessions (the "ROFR Sale").

On April 26, 2019, St. Patrick completed the ROFR Sale of a 16.8251% participating interest in the TDF Concessions to its UTE Partners for $17.5 million of cash consideration ($13.5 million plus a $4 million income tax gross-up). The UTE Partners will also make future payments to St. Patrick equal to their proportionate share of contingent royalty payments that accrue following closing of the ROFR Sale, which contingent consideration has an estimated fair value of $4.3 million (Note 10). As a result of the disposition, the Company's collective participating interest in the TDF Concessions decreased from 51.56% to 34.73%.

(c) Effective April 1, 2019, the Company entered into a services agreement with Liminar for the provision of legal advisory services to the Company for a fee of $20,000 per month plus a 0.25% success fee on merger and acquisition transactions for which the Company has engaged Liminar and such transaction consideration received or paid by the Company exceeds $12 million.