Table of Contents

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 10-Q

(Mark One)

x QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended September 30, 2026

or

o TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from _____ to _____

Commission File Number 1-32167

VAALCO Energy, Inc.

(Exact name of registrant as specified in its charter)

Delaware	**76-0274813**
(State or other jurisdiction of incorporation or organization)	**(I.R.S. Employer Identification No.)**
2500 CityWest Blvd. Suite 400 Houston, Texas	**77042**
(Address of principal executive offices)	**(Zip code)**

(713) 623-0801
(Registrant's telephone number, including area code)

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading symbol(s)	Name of each exchange on which registered
Common Stock	EGY	New York Stock Exchange
Common Stock	EGY	London Stock Exchange

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes x No o

Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). Yes x No o

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer	o	Accelerated filer	x
Non-accelerated filer	o	Smaller reporting company	o
		Emerging growth company	o

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. o

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes o No x

As of November 3, 2026, there were outstanding 105,191,778 shares of common stock, $0.10 par value per share, of the registrant.

VAALCO ENERGY, INC. AND SUBSIDIARIES

Table of Contents

PART I. FINANCIAL INFORMATION
ITEM 1. CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (unaudited)
Condensed Consolidated Balance Sheets September 30, 2026 and December 31, 2025 2
Condensed Consolidated Statements of Operations and Comprehensive Income Three and Nine Months Ended September 30, 2026 and 2025 3
Condensed Consolidated Statements of Shareholders' Equity Three and Nine Months Ended September 30, 2026 and 2025 4
Condensed Consolidated Statements of Cash Flows Nine Months Ended September 30, 2026 and 2025 5
Notes to Condensed Consolidated Financial Statements (unaudited) 7
ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS 24
ITEM 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK 37
ITEM 4. CONTROLS AND PROCEDURES 39
PART II. OTHER INFORMATION 40
ITEM 1. LEGAL PROCEEDINGS 40
ITEM 1A. RISK FACTORS 40
ITEM 2. UNREGISTERED SALES OF EQUITY SECURITIES AND USE OF PROCEEDS 40
ITEM 5. OTHER INFORMATION 40
ITEM 6. EXHIBITS 41

PART I. FINANCIAL INFORMATION
ITEM 1. CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (Unaudited)

VAALCO ENERGY, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED BALANCE SHEETS (Unaudited)

(in thousands, except share amounts)	As of September 30, 2026	As of December 31, 2025
ASSETS		
Current assets:		
Cash and cash equivalents	**$ 51,310**	$ 58,900
Restricted cash	**122**	136
Receivables:		
Trade, net of allowance for credit losses of $0.2 million and $— million	**27,235**	39,924
Accounts with joint venture owners, net of allowance for credit losses of $3.4 million and $2.7 million, respectively	**4,630**	5,420
Other, net of allowance for credit losses of $0.4 million and $— million, respectively	**1,657**	2,277
Crude oil inventory	**8,342**	1,774
Prepayments and other	**23,572**	24,370
Current assets held for sale	**—**	179
Total current assets	**116,868**	132,980
Crude oil, natural gas and NGLs properties and equipment, net	**751,751**	586,095
Other noncurrent assets:		
Restricted cash	**1,659**	1,659
Value added tax and other receivables	**8,950**	7,149
Right-of-use operating lease assets	**20,105**	16,596
Right-of-use finance lease assets	**59,995**	68,615
Deferred tax assets	**69,254**	54,825
Abandonment funding	**6,268**	6,268
Other long-term assets	**8,140**	7,362
Noncurrent assets held for sale	**—**	31,826
Total assets	**$ 1,042,990**	$ 913,375
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current liabilities:		
Accounts payable	**$ 42,192**	$ 44,661
Accounts with joint venture owners	**2,649**	3,193
Accrued liabilities and other	**171,697**	106,444
Operating lease liabilities - current portion	**6,721**	5,744
Finance lease liabilities - current portion	**12,441**	12,119
Foreign income taxes payable	**23,768**	19,656
Current liabilities held for sale	**—**	183
Total current liabilities	**259,468**	192,000
Asset retirement obligations	**84,422**	78,406
Operating lease liabilities - net of current portion	**12,922**	11,183
Finance lease liabilities - net of current portion	**47,794**	57,256
Deferred tax liabilities	**63,341**	63,630
Long-term debt	**239,000**	60,000
Other long-term liabilities	**640**	—
Noncurrent liabilities held for sale	**—**	7,403
Total liabilities	**707,587**	469,878
Commitments and Contingencies (Note 9)		
Shareholders' equity:		
Preferred stock, $25 par value; 500,000 shares authorized, none issued	**—**	—
Common stock, $0.10 par value; 160,000,000 shares authorized, 124,320,737 and 123,017,656 shares issued, and 105,191,778 and 104,258,253 shares outstanding, respectively	**12,432**	12,302
Additional paid-in capital	**373,074**	368,536
Accumulated other comprehensive loss	**—**	(498)
Less treasury stock, 19,128,959 and 18,759,403 shares, respectively, at cost	**(80,718)**	(78,733)
Retained earnings	**30,615**	141,890
Total shareholders' equity	**335,403**	443,497
Total liabilities and shareholders' equity	**$ 1,042,990**	$ 913,375

See notes to unaudited condensed consolidated financial statements.

VAALCO ENERGY, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE INCOME (LOSS) (Unaudited)

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2026	2025	2026	2025
	(in thousands, except per share amounts)			
Revenues:				
Crude oil, natural gas and natural gas liquids sales	**$ 146,975**	$ 61,007	**$ 344,740**	$ 268,230
Operating costs and expenses:				
Production expense	**44,978**	29,872	**118,827**	115,070
Exploration expense	**4,814**	353	**27,273**	2,873
Depreciation, depletion and amortization	**43,354**	20,555	**95,838**	79,133
Loss on sale of assets	**41**	—	**1,243**	—
General and administrative expense	**9,048**	8,845	**28,518**	26,393
Credit losses and other	**468**	484	**1,312**	485
Total operating costs and expenses	**102,703**	60,109	**273,011**	223,954
Operating income	**44,272**	898	**71,729**	44,276
Other income (expense):				
Commodity derivative loss, net	**(56,998)**	(1,093)	**(108,859)**	(767)
Interest expense, net	**(5,581)**	(2,333)	**(10,030)**	(6,199)
Other income (expense), net	**(1,218)**	33	**(2,577)**	(628)
Total other expense, net	**(63,797)**	(3,393)	**(121,466)**	(7,594)
Income (loss) before income taxes	**(19,525)**	(2,495)	**(49,737)**	36,682
Income tax expense (benefit)	**20,311**	(3,596)	**41,418**	19,470
Net income (loss)	**$ (39,836)**	$ 1,101	**$ (91,155)**	$ 17,212
Other comprehensive income (loss)				
Currency translation adjustments	**—**	(1,799)	**112**	3,077
Comprehensive income (loss)	**$ (39,836)**	$ (698)	**$ (91,043)**	$ 20,289
Basic net income (loss) per share:				
Net income (loss) per share	**$ (0.38)**	$ 0.01	**$ (0.88)**	$ 0.16
Basic weighted average shares outstanding	**105,192**	104,258	**104,660**	103,986
Diluted net income (loss) per share:				
Net income (loss) per share	**$ (0.38)**	$ 0.01	**$ (0.88)**	$ 0.16
Diluted weighted average shares outstanding	**105,192**	104,283	**104,660**	104,010

See notes to unaudited condensed consolidated financial statements.

VAALCO ENERGY, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED STATEMENTS OF SHAREHOLDERS' EQUITY (Unaudited)

	Common Shares Issued	Treasury Shares	Common Stock	Additional Paid-In Capital	Accumulated Other Comprehensive Income (Loss)	Treasury Stock	Retained Earnings	Total
				(in thousands)				
Balance at January 1, 2026	123,018	(18,759)	$ 12,302	$ 368,536	$ (498)	$ (78,733)	$ 141,890	$ 443,497
Stock-based compensation expense	—	—	—	1,360	—	—	—	1,360
Dividend distributions ($0.0625 per share)	—	—	—	—	—	—	(6,687)	(6,687)
Other comprehensive income	—	—	—	—	498	—	—	498
Net loss	—	—	—	—	—	—	(93,764)	(93,764)
Balance at March 31, 2026	123,018	(18,759)	$ 12,302	$ 369,896	$ —	$ (78,733)	$ 41,439	$ 344,904
Shares issued - stock-based compensation	1,303	—	130	(130)	—	—	—	—
Stock-based compensation expense	—	—	—	1,661	—	—	—	1,661
Treasury stock	—	(370)	—	—	—	(1,985)	—	(1,985)
Dividend distributions ($0.0625 per share)	—	—	—	—	—	—	(6,690)	(6,690)
Net income	—	—	—	—	—	—	42,445	42,445
Balance at June 30, 2026	124,321	(19,129)	$ 12,432	$ 371,427	$ —	$ (80,718)	$ 77,194	$ 380,335
Stock-based compensation expense	—	—	—	1,647	—	—	—	1,647
Dividend distributions ($0.0625 per share)	—	—	—	—	—	—	(6,743)	(6,743)
Net loss	—	—	—	—	—	—	(39,836)	(39,836)
Balance at September 30, 2026	124,321	(19,129)	$ 12,432	$ 373,074	$ —	$ (80,718)	$ 30,615	$ 335,403

See notes to unaudited condensed consolidated financial statements.

	Common Shares Issued	Treasury Shares	Common Stock	Additional Paid-In Capital	Accumulated Other Comprehensive Income (Loss)	Treasury Stock	Retained Earnings	Total
				(in thousands)				
Balance at January 1, 2025	122,304	(18,561)	$ 12,230	$ 362,578	$ (4,962)	$ (78,024)	$ 209,761	$ 501,583
Shares issued - stock-based compensation	116	—	12	(12)	—	—	—	—
Stock-based compensation expense	—	—	—	1,389	—	—	—	1,389
Treasury stock	—	(40)	—	—	—	(155)	—	(155)
Dividend distributions ($0.0625 per share)	—	—	—	—	—	—	(6,570)	(6,570)
Other comprehensive income	—	—	—	—	117	—	—	117
Net income	—	—	—	—	—	—	7,730	7,730
Balance at March 31, 2025	122,420	(18,601)	$ 12,242	$ 363,955	$ (4,845)	$ (78,179)	$ 210,921	$ 504,094
Shares issued - stock-based compensation	598	—	60	(60)	—	—	—	—
Stock-based compensation expense	—	—	—	1,437	—	—	—	1,437
Treasury stock	—	(158)	—	—	—	(554)	—	(554)
Dividend distributions ($0.0625 per share)	—	—	—	—	—	—	(6,557)	(6,557)
Other comprehensive income	—	—	—	—	4,759	—	—	4,759
Net income	—	—	—	—	—	—	8,380	8,380
Balance at June 30, 2025	123,018	(18,759)	$ 12,302	$ 365,332	$ (86)	$ (78,733)	$ 212,744	$ 511,559
Stock-based compensation expense	—	—	—	1,691	—	—	—	1,691
Dividend distributions ($0.0625 per share)	—	—	—	—	—	—	(6,679)	(6,679)
Other comprehensive loss	—	—	—	—	(1,799)	—	—	(1,799)
Net income	—	—	—	—	—	—	1,101	1,101
Balance at September 30, 2025	123,018	(18,759)	$ 12,302	$ 367,023	$ (1,885)	$ (78,733)	$ 207,166	$ 505,873

See notes to unaudited condensed consolidated financial statements.

VAALCO ENERGY, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS (Unaudited)

	Nine Months Ended September 30,	
	2026	**2025**
	(in thousands)	
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net income (loss)	**$ (91,155)**	$ 17,212
Adjustments to reconcile net income (loss) to net cash provided by operating activities:		
Depreciation, depletion and amortization	**95,838**	79,133
Loss on Canada Assets Divestment	**1,243**	—
Amortization of deferred financing costs	**1,312**	809
Deferred tax benefit	**(14,718)**	(19,569)
Unrealized foreign exchange loss (gain)	**746**	(347)
Unsuccessful exploration well costs	**18,017**	—
Stock-based compensation expense	**4,664**	4,683
Commodity derivative instruments loss, net	**108,782**	767
Cash settlements paid on matured derivative contracts, net	**(45,446)**	(141)
Credit losses and other	**1,312**	485
Equipment and other expensed in operations	**6,269**	3,937
Change in operating assets and liabilities:		
Trade receivables, net	**10,775**	(23,772)
Accounts with joint venture owners, net	**3,069**	(4,292)
Other receivables	**73**	32,159
Crude oil inventory	**(6,568)**	483
Premiums paid on commodity derivative contracts	**(1,354)**	—
Prepayments and other	**(2,444)**	(7,258)
Value added tax and other receivables	**451**	5,643
Accounts payable	**(8,177)**	7,120
Foreign income taxes payable	**4,252**	(18,328)
Accrued liabilities and other	**2,862**	(11,230)
Net cash provided by operating activities	**89,803**	67,494
CASH FLOWS FROM INVESTING ACTIVITIES:		
Property and equipment expenditures, including exploration expense	**(268,524)**	(152,728)
Proceeds from the Canada Assets Divestment	**25,474**	—
Acquisition of oil and gas properties	**—**	(3,034)
Net cash used in investing activities	**(243,050)**	(155,762)
CASH FLOWS FROM FINANCING ACTIVITIES:		
Proceeds from borrowings	**179,000**	60,000
Dividend distribution	**(20,056)**	(19,807)
Payments for treasury shares	**(1,985)**	(709)
Deferred financing costs paid	**(2,182)**	(7,100)
Payments of finance leases	**(9,138)**	(9,781)
Net cash provided by financing activities	**145,639**	22,603
Effects of exchange rate changes on cash	**4**	53
NET CHANGE IN CASH, CASH EQUIVALENTS AND RESTRICTED CASH	**(7,604)**	(65,612)
CASH, CASH EQUIVALENTS AND RESTRICTED CASH AT BEGINNING OF PERIOD	**66,963**	97,726
CASH, CASH EQUIVALENTS AND RESTRICTED CASH AT END OF PERIOD	**$ 59,359**	$ 32,114

See notes to unaudited condensed consolidated financial statements.

VAALCO ENERGY, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS SUPPLEMENTAL DISCLOSURES (Unaudited)

	Nine Months Ended September 30,	
	2026	**2025**
	(in thousands)	
Supplemental disclosure of cash flow information:		
Income taxes paid in-kind with crude oil	**$ 28,007**	$ 32,263
Interest paid, net of interest capitalized	**$ 5,910**	$ 5,043
Supplemental disclosure of non-cash investing and financing activities:		
Property and equipment additions incurred but not paid at end of period	**$ 5,312**	$ 1,260
Recognition of right-of-use finance lease assets and liabilities	**$ —**	$ 2,372
Recognition of right-of-use operating lease assets and liabilities	**$ 8,058**	$ —
Changes in asset retirement obligation	**$ 1,221**	$ 58

See notes to unaudited condensed consolidated financial statements.

VAALCO ENERGY, INC. AND SUBSIDIARIES
NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

1 . ORGANIZATION AND ACCOUNTING POLICIES

Vaalco Energy, Inc. (together with its consolidated subsidiaries, "we", "us", "our", "Vaalco" or the "Company") is a Houston, Texas-based independent energy company engaged in the acquisition, exploration, development and production of crude oil, natural gas and natural gas liquids ("NGLs") properties. We have a diversified African-focused asset portfolio in Gabon, Egypt, Côte d'Ivoire, and Equatorial Guinea, and, prior to the Canada Assets Divestment (defined below), producing properties in Canada.

These unaudited condensed consolidated financial statements ("Financial Statements") reflect the opinion of management and include all adjustments necessary for a fair presentation of results for the interim periods presented. All adjustments are of a normal recurring nature unless disclosed otherwise. Interim period results are not necessarily indicative of results expected for the full year.

These Financial Statements have been prepared in accordance with the rules of the Securities and Exchange Commission ("SEC") and do not include all the information and disclosures required by accounting principles generally accepted in the United States ("GAAP") for complete financial statements. They should be read in conjunction with the audited consolidated financial statements and notes thereto included in the Company's Annual Report on Form 10-K for the year ended December 31, 2025, which includes a summary of the significant accounting policies.

Allowance for credit losses and other – The Company estimates the current expected credit losses based primarily on either an aging analysis or a discounted cash flow methodology that incorporates consideration of current and future conditions that could impact its counterparties' credit quality and liquidity. Uncollectible receivables are written off when a settlement is reached for an amount that is less than the outstanding historical balance or when the Company has determined that the balance will not be collected.

The following table provides an analysis of the change in the aggregate credit loss allowance and other allowances.

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2026	**2025**	**2026**	**2025**
		(in thousands)		
Balance at beginning of period	**$ (3,496)**	$ (2,556)	**$ (2,652)**	$ (2,554)
Credit losses and other	**(468)**	(288)	**(1,312)**	(925)
Credit recoveries and other	**—**	(196)	**—**	439
Balance at end of period	**$ (3,964)**	$ (3,040)	**$ (3,964)**	$ (3,040)

Derivative instruments and hedging activities –

Commodity Derivative Instruments

The Company enters into crude oil and natural gas derivative contracts from time to time in an effort to mitigate the effects of commodity price volatility and enhance the predictability of cash flows relating to a portion of our crude oil and natural gas production. While these instruments mitigate the cash flow risk of future decreases in commodity prices, they may also curtail benefits from future increases in commodity prices.

The Company records derivative assets and liabilities at fair value in the consolidated balance sheets. The Company has previously elected not to offset fair value amounts of qualifying derivatives under a master netting arrangement and associated fair value amounts for cash collateral receivables and payables. Beginning during the three months ended March 31, 2026 and effective during such period and for subsequent periods thereafter, the Company changed the presentation of derivative assets and liabilities on the Consolidated Balance Sheets from a gross basis to a net basis by counterparty when a legally enforceable master netting arrangement exists. The Company believes that net presentation better reflects the rights and obligations associated with these derivative instruments. This change affects presentation only and does not affect the recognition, measurement, or classification of the derivative assets and liabilities. It also had no impact on the Company's consolidated statements of operations, cash flows, or shareholders' equity. Prior period amounts have been conformed to the current presentation. Gains and losses from the change in fair value of derivative instruments and cash settlements on

commodity derivatives are presented in the "Commodity derivative instruments gain (loss), net" in the consolidated statements of operations and comprehensive income (loss).

Interest Rate Derivative Instruments

The Company uses an interest rate collar to manage its exposure to changes in interest rates on a portion of borrowings outstanding under its 2025 RBL Facility (defined below). The interest rate collar establishes a ceiling and a floor on the applicable reference rate, thereby reducing the Company's exposure to significant increases in interest rates while allowing the Company to participate in a portion of potential decreases in market rates. Settlements under the interest rate collar are recognized as a component of interest expense in the statements of operations. As the Company's interest rate collar is not designated as a hedging instrument for accounting purposes, changes in the fair value of the derivative instruments are recognized in "Interest expense, net" in the consolidated statements of operations and comprehensive income (loss).

Fair Value of Derivative Instruments – The following tables present the carrying amounts and fair value hierarchy classifications of the Company's derivative assets and liabilities measured at fair value on a recurring basis as of September 30, 2026 and December 31, 2025.

		As of September 30, 2026			
	Balance Sheet Line	**Level 1**	**Level 2**	**Level 3**	**Total**
			(in thousands)		
Assets					
Derivative assets, current					
Commodity derivatives	Prepayments and other	**$ —**	**$ 259**	**$ —**	**$ 259**
Interest rate derivatives	Prepayments and other	**—**	**36**	**—**	**36**
Derivative assets, long-term					
Interest rate derivatives	Other long-term assets	**—**	**41**	**—**	**41**
		$ —	**$ 336**	**$ —**	**$ 336**
Liabilities					
Derivative liabilities, current					
Commodity derivatives	Accrued liabilities and other	**$ —**	**$ 43,255**	**$ —**	**$ 43,255**
Derivative liabilities, long-term					
Commodity derivatives	Other long-term liabilities	**—**	**640**	**—**	**640**
		$ —	**$ 43,895**	**$ —**	**$ 43,895**

		As of December 31, 2025			
	Balance Sheet Line	**Level 1**	**Level 2**	**Level 3**	**Total**
			(in thousands)		
Assets					
Derivative asset	Prepayments and other	$ —	$ 2,846	$ —	$ 2,846
		$ —	$ 2,846	$ —	$ 2,846

Commodity Derivatives. The Company's commodity derivatives primarily consist of crude oil collars, fixed-price swaps, and differential swaps. The fair values of these contracts are determined using Level 2 inputs, including the contractual terms of the underlying positions, current market prices, crude oil forward curves, discount rates, and volatility factors.

Interest Rate Derivative. The Company's interest rate collar is valued using Level 2 inputs. The fair value of the collar is determined based on the contracted notional amount, contractual terms, remaining term, and observable market inputs, including forward SOFR yield curves, volatility factors, and applicable discount rates.

See Note 7. Derivatives for additional information regarding the Company's derivative contracts.

2 . NEW ACCOUNTING STANDARDS

Not Yet Adopted

In November 2024, the FASB issued ASU 2024-03, Accounting Standards Update 2024-03, Income Statement-Reporting Comprehensive Income-Expense Disaggregation Disclosures (Subtopic 220-40): Disaggregation of Income Statement Expenses to improve financial reporting by requiring that public business entities disclose additional information about specific expense categories in the notes to financial statements for interim and annual reporting periods. This ASU is effective for annual reporting periods beginning after December 15, 2026, and interim reporting periods beginning after December 15, 2027. Early adoption is permitted. The Company is currently evaluating the impact of adopting this ASU on the notes to its consolidated financial statements and its processes.

In July 2025, the FASB issued ASU 2025-05, Financial Instruments—Credit Losses (Topic 326): Measurement of Credit Losses for Accounts Receivable and Contract Assets. The ASU introduces a practical expedient and, for non-public business entities, an accounting policy election to simplify the application of credit loss guidance to short-term receivables and contract assets by allowing consideration of post-balance-sheet collections. This ASU is effective for annual reporting periods beginning after December 15, 2026, and interim reporting periods within those annual reporting periods. Early adoption is permitted. The Company has elected to not adopt the practical expedient and therefore, the Company, when estimating its credit losses, will continue to consider available information that is relevant to its assessment of the collectability of cash flows, including historical losses, current economic conditions, and reasonable and supportable forecasts. Management will continue to monitor changes in the Company's portfolio, economic conditions, and future guidance issued by the Financial Accounting Standards Board to determine whether the election of the practical expedient would be appropriate in future reporting periods.

3 . ACQUISITION AND DIVESTMENT

Assumption of Operatorship

In February 2026, the Company became the operator with a 60% working interest in the Kossipo field on the CI-40 Block with a field development plan expected to be completed in the first half of 2027.

Canada Assets Divestment

As of December 31, 2025, the assets and liabilities associated with the Canada Assets Divestment (defined below) were classified as held for sale. The Company recorded an impairment loss of $67.2 million at the time it classified the assets as held for sale to adjust the carrying value of the assets held for sale to their estimated fair value less cost to sell.

On February 4, 2026, the Company entered into an asset purchase agreement to sell all of its operating assets in Canada (the "Canada Assets Divestment") to a third party purchaser for a purchase price of $24.3 million (C$33.4 million) to be settled in cash, subject to customary post-closing adjustments. The Canada Assets Divestment closed on February 19, 2026, for an adjusted purchase price of $25.5 million (C$34.9 million), resulting in a $1.2 million loss on sale of assets recognized in the nine months ended September 30, 2026. The sale had an effective date of February 1, 2026.

The net cash proceeds from the divestment were primarily used to fund our capital expenditures and for working capital purposes. The Canada Assets Divestment represents the Company's complete exit of its Canadian oil and gas operations.

4 . EARNINGS PER SHARE

Basic earnings per share ("EPS") is calculated using the weighted average number of shares of common stock outstanding during each period. For the calculation of diluted shares, the Company assumes that restricted stock is outstanding on the

date of vesting, and the Company assumes the issuance of shares from the exercise of stock options using the treasury stock method.

A reconciliation of reported net income (loss) to net income (loss) used in calculating EPS as well as a reconciliation from basic to diluted shares follows:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2026	2025	2026	2025
	(in thousands)			
Net income (loss) (numerator):				
Net income (loss)	**$ (39,836)**	$ 1,101	**$ (91,155)**	$ 17,212
Income attributable to unvested shares	**(176)**	7	**(520)**	(319)
Numerator for basic	**(40,012)**	1,108	**(91,675)**	16,893
Income attributable to unvested shares	**—**	—	**—**	—
Numerator for diluted	**$ (40,012)**	$ 1,108	**$ (91,675)**	$ 16,893
Weighted average shares (denominator):				
Basic weighted average shares outstanding	**105,192**	104,258	**104,660**	103,986
Effect of dilutive securities	**—**	25	**—**	24
Diluted weighted average shares outstanding	**105,192**	104,283	**104,660**	104,010
Stock options and unvested restricted stock grants excluded from dilutive calculation because they would be antidilutive	**4,197**	1,030	**4,206**	1,049

5 . REVENUE

Production Sharing Contracts ("PSCs")

Exploration and production activities of our assets in Gabon, Egypt, Côte d'Ivoire, and Equatorial Guinea are generally governed by PSCs.

Our oil entitlement under the PSCs is generally the sum of cost oil, profit oil and excess cost oil, if applicable. Under the terms of the PSCs, the Company is typically the contractor partner ("Contractor") and bears the risk and cost of exploration, development, and production activities. In return, if exploration is successful, the Contractor receives entitlement to variable physical volumes of hydrocarbons, representing recovery of the costs incurred ("Cost Oil") and a stipulated share of production after cost recovery ("Profit Oil").

The Contractor may be obligated to make royalty payments to the host government of each country using a variable percentage based on gross daily production levels. The remaining oil production, after deducting the gross royalty, if any, is split between Cost Oil and Profit Oil. Cost Oil is up to a maximum percentage and is allocated to recover approved operating and capital costs spent on specific projects. Excess Cost Oil, which is Cost Oil less the actual cost recovery, is further shared between the host government and the Contractor. Except as otherwise disclosed, all crude oil sales are priced at current market rates at the time of sale.

Our share of royalties is paid out of the government's share of production. Additionally, the income tax to which the Contractor is subject ("Profit Oil Tax") is deemed to have been paid to the host government as part of the payment of Profit Oil or is captured in the entitled share of Profit Oil production paid in-kind to the host government, and therefore no additional tax burden is due. Under this arrangement, taxation is based on a set percentage of average daily production volume.

Gabon

The following table presents revenues from contracts with customers as well as revenues associated with the obligations under the Etame PSC.

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2026	**2025**	**2026**	**2025**
Revenues from customer contracts:		*(in thousands)*		
Sales under the COSPA or COSMA[1]	**$ 76,406**	$ 24,287	**$ 177,380**	$ 121,722
Other items reported in revenue not associated with customer contracts:				
Gabonese government share of Profit Oil	**1,269**	—	**28,007**	30,394
Carried interest recoupment	**4,979**	495	**9,220**	561
Royalties and other	**(8,805)**	(3,511)	**(27,559)**	(20,651)
Net revenues	**$ 73,849**	$ 21,271	**$ 187,048**	$ 132,026

[1] Crude oil sales and purchase agreements ("COSPAs") or crude oil sales and marketing agreements ("COSMA" or "COSMAs").

With respect to the government's share of Profit Oil, the Etame PSC provides that corporate income tax is satisfied through the payment of Profit Oil. In the unaudited condensed consolidated statements of operations and comprehensive income, the government's share of revenues from Profit Oil is reported in revenues with a corresponding amount reflected in the current provision for income tax expense. Payments of the income tax expense are reported in the period that the government takes its Profit Oil in-kind, which is the period in which it lifts the crude oil. As of September 30, 2026 and December 31, 2025, the Company's Gabon segment had $16.3 million and $18.8 million of foreign taxes payable, respectively.

Egypt

The following table presents revenues in Egypt from contracts with customers:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2026	**2025**	**2026**	**2025**
Revenues from customer contracts:		*(in thousands)*		
Gross sales	**$ 83,171**	$ 58,271	**$ 235,937**	$ 171,115
Royalties	**(37,625)**	(22,392)	**(107,683)**	(67,731)
Selling costs	**(225)**	(183)	**(649)**	(511)
Net revenues	**$ 45,321**	$ 35,696	**$ 127,605**	$ 102,873

As of September 30, 2026 and December 31, 2025, the Company's Egypt segment had $2.0 million and $0.3 million of foreign taxes payable, respectively.

Côte d'Ivoire

Revenues from contracts with customers are generated from sales in Côte d'Ivoire pursuant to crude oil sales and purchase agreements and revenues are recognized when a lifting is completed.

The following table presents revenues in Côte d'Ivoire from contracts with customers:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2026	**2025**	**2026**	**2025**
Revenues from customer contracts:		*(in thousands)*		
Sales under the sales and purchase agreements	**$ 27,831**	$ —	**$ 27,831**	$ 16,527
Other items reported in revenue not associated with customer contracts:				
Côte d'Ivoire government share of Profit Oil taken in-kind	**—**	—	**—**	1,869
Net revenues	**$ 27,831**	$ —	**$ 27,831**	$ 18,396

Similar to Gabon, the government's share of Profit Oil attributable to the Company's equity interest is reported in revenues with a corresponding amount reflected in the current provision for income tax expense. In addition, under the terms of the Côte d'Ivoire PSC, the tax payments to the Ivorian Government are deemed satisfied by its share of the Profit Oil. Payments of the income tax expense are reported in the period that the government takes its Profit Oil in-kind, which is the period in which it lifts the crude oil. As of September 30, 2026 and December 31, 2025, the Company's Cote d'Ivoire segment had $5.3 million and $0.3 million of foreign taxes payable, respectively.

Canada

The following table presents revenues in Canada from contracts with customers:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2026	**2025**	**2026**	**2025**
Revenues from customer contracts:		*(in thousands)*		
Oil revenue	**$ —**	$ 3,278	**$ 1,744**	$ 12,354
Gas revenue	**—**	196	**368**	1,404
NGL revenue	**—**	1,386	**723**	4,405
Other revenue	**—**	32	**27**	119
Royalties	**(26)**	(666)	**(463)**	(2,688)
Selling costs	**—**	(186)	**(143)**	(659)
Net revenues	**$ (26)**	$ 4,040	**$ 2,256**	$ 14,935

During the nine months ended September 30, 2026, the Canada segment revenues include amounts recognized from January 1, 2026 through the closing date of the Canada Assets Divestment.

Information about the Company's most significant customers

Our revenue concentration by major customers is shown in the table below for the three and nine months ended September 30, 2026 and 2025.

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2026	2025	2026	2025
Gabon	100%	100%	100%	100%
Egypt	100%	100%	100%	100%
Côte d'Ivoire	100%	100%	100%	100%
Canada	—%	49%, 18% and 18%	—%	53%, 20% and 15%

6 . CRUDE OIL, NATURAL GAS AND NGLS PROPERTIES AND EQUIPMENT, NET

The Company's crude oil, natural gas and NGLs properties and equipment is comprised of the following:

	As of September 30, 2026	As of December 31, 2025
	(in thousands)	
Crude oil, natural gas and NGLs properties and equipment, net		
Wells, platforms and other production facilities	**$ 1,391,246**	$ 1,016,019
Work-in-progress	**63,619**	214,213
Unproved properties	**48,881**	52,079
Capitalized equipment, spare parts and other	**113,966**	84,471
	1,617,712	1,366,782
Accumulated depreciation, depletion, amortization and impairment	**(865,961)**	(780,687)
Crude oil, natural gas and NGLs properties and equipment, net	**$ 751,751**	$ 586,095

At December 31, 2025, the Company classified $31.8 million of net crude oil, natural gas and NGLs properties and equipment, including unproved property costs of $13.1 million, as "Noncurrent asset held for sale" on the Consolidated Balance Sheet.

Exploration expense

During the three and nine months ended September 30, 2026, we incurred exploration expenses of $4.8 million and $27.3 million, respectively, which included the cost of additional seismic data for the Niosi and Guduma blocks and the CI-705 block, and exploration costs related to drilling activities in Gabon. During the three and nine months ended September 30, 2025, we incurred exploration expenses of $0.4 million and $2.9 million, respectively, attributable to the purchase of seismic data for Block 705 in Côte d'Ivoire, and costs associated with the Niosi and Guduma blocks in Gabon.

7 . DERIVATIVES

Commodity Derivative Instruments

The Company enters into commodity derivative contracts primarily with counterparties that are also lenders under the 2025 RBL Facility to mitigate price risk associated with a portion of its crude oil and natural gas production. Pricing for these derivative contracts is based on certain market indexes and prices at our primary sales points. The following table presents the Company's outstanding commodity derivative contracts as of September 30, 2026:

Settlement Period	Index	Total volumes (Bbls)	Weighted average floor price ($/Bbl)	Weighted average ceiling price ($/Bbl)
Crude oil:				
Collars	Dated Brent			
2026				
October 2026 to December 2026		1,144,500	$ 71.88	$ 96.05
2027				
January 2027 to March 2027		733,000	$ 64.70	$ 75.09
April 2027 to June 2027		744,000	$ 69.54	$ 87.61
July 2027 to September 2027		405,000	$ 67.72	$ 89.06
October 2027 to December 2027		175,000	$ 70.00	$ 84.51

Settlement Period	Index	Total volumes (Bbls)	Weighted average strike price ($/Bbl)	Premium ($/Bbl)	Total premium ($)
Crude oil:					
Puts	Dated Brent				
2027					
July 2027 to September 2027		60,000	$ 65.00	$ 5.20	$ 312,000

Interest Rate Derivative Instruments

On August 17, 2026, the Company entered into an interest rate collar with a notional amount of $50.0 million to manage its exposure to variability in interest payments on borrowings under its 2025 RBL Facility. The following table summarizes the key terms of the Company's interest rate collar:

Settlement Period	Notional Amount	Cap Rate (%)	Floor Rate (%)
Collar			
October 2026 to October 2027	$ 50,000	4.63 %	3.75 %

The collar is based on the applicable SOFR reference rate, which resets quarterly beginning January 26, 2027, and each quarter thereafter through maturity. The counterparty to the collar is a lender participating in the 2025 RBL Facility. The collar is not designated as a hedging instrument for accounting purposes and is recognized at fair value in the consolidated balance sheets, with changes in fair value recognized in current earnings.

Financial Statement Presentation

In accordance with the FASB's authoritative guidance on disclosures about offsetting assets and liabilities, the Company is required to disclose both gross and net information about instruments and transactions eligible for offset in the statement of financial position as well as instruments and transactions subject to an agreement similar to a master netting agreement. The Company's derivative instruments are presented as assets and liabilities on a net basis by counterparty, as all counterparty contracts provide for net settlement. No margin or collateral balances are deposited with counterparties, and as such, gross amounts are offset to determine the net amounts presented in the Company's consolidated balance sheets.

The following tables summarize the gross and net amounts of the Company's outstanding derivative instruments presented in the Company's consolidated balance sheets:

	September 30, 2026		
		(in thousands)	
Derivative Instrument	**Gross Amount**	**Gross Amount Offset**	**Net Amount**
Derivative assets:			
Commodity derivatives	$ 695	$ (436)	$ 259
Interest rate derivative	77	—	77
Total derivative assets	$ 772	$ (436)	$ 336
Derivative liabilities:			
Commodity derivatives [(a)]	$ 44,331	$ (436)	$ 43,895
Total derivative liabilities	$ 44,331	$ (436)	$ 43,895

[(a)] Includes deferred premiums payable of $0.6 million.

	December 31, 2025		
		(in thousands)	
Derivative Instrument	**Gross Amount**	**Gross Amount Offset**	**Net Amount**
Derivative assets:			
Commodity derivatives - current	$ 3,053	$ (207)	$ 2,846
Total derivative assets	$ 3,053	$ (207)	$ 2,846
Derivative liabilities:			
Commodity derivatives - current	$ 207	$ (207)	$ —
Total derivative liabilities	$ 207	$ (207)	$ —

The Company's derivative agreements contain credit-risk-related contingent features that provide for termination and settlement upon certain events related to the Company's reserve-based lending facility, including insolvency, acceleration and other specified events of default. Upon the occurrence of such events, the Company could be required to settle the derivative instruments at fair value. As of September 30, 2026, the aggregate fair value of derivative instruments in a net liability position containing such features was $43.9 million.

In addition, under one of the derivative agreements, the Company is required to post collateral equal to the amount by which its net derivative liability exceeds an applicable threshold, less collateral previously posted. As of September 30, 2026, the threshold was $60.0 million and the related net derivative liability was $4.5 million; accordingly, no collateral was required or posted. Failure to post required collateral within two days of notice constitutes an event of default that permits the counterparty to terminate and settle the derivative instruments at fair value. The threshold is reduced to zero upon the occurrence of the events described above.

See Note 1. Organization and Accounting Policies for information regarding the measurement of the Company's derivative assets and liabilities at fair value.

The following table presents the gains and losses on derivative instruments recognized in the Company's unaudited condensed consolidated statements of operations and comprehensive income:

Derivative Item	Statements of Operations Line	Three Months Ended September 30, 2026	Three Months Ended September 30, 2025	Nine Months Ended September 30, 2026	Nine Months Ended September 30, 2025
		(in thousands)		*(in thousands)*	
Commodity derivatives					
	Realized loss, net	**$ (22,290)**	$ (355)	**$ (61,941)**	$ (141)
	Unrealized loss, net	**(34,708)**	(738)	**(46,918)**	(626)
	Commodity derivative loss, net	**$ (56,998)**	$ (1,093)	**$ (108,859)**	$ (767)
Interest rate derivative					
	Unrealized gain, net	**$ 77**	$ —	**$ 77**	$ —
	Interest expense, net	**$ 77**	$ —	**$ 77**	$ —

8 . CURRENT ACCRUED LIABILITIES AND OTHER

Accrued liabilities and other balances were comprised of the following:

	As of September 30, 2026	As of December 31, 2025
	(in thousands)	
Accrued capital expenditures	**$ 55,273**	$ 51,339
Derivative liabilities	**43,255**	—
State oil liability	**18,244**	18,244
Accrued accounts payable invoices	**17,228**	16,320
Derivative settlements payable	**15,399**	—
Accrued wages and other compensation	**6,926**	6,694
Contractual obligations	**6,748**	3,858
Withholding taxes payable	**2,518**	1,668
Other	**6,106**	8,320
Total accrued liabilities and other [(a)]	**$ 171,697**	$ 106,444

[(a)] The table excludes $0.2 million of the current portion of asset retirement obligations associated with assets held for sale as of December 31, 2025.

9 . COMMITMENTS AND CONTINGENCIES

Abandonment funding

Under the terms of the Etame PSC, the Company has a cash funding arrangement for the eventual abandonment of all offshore wells, platforms and facilities on the Etame Marin block. At September 30, 2026, $10.7 million ($6.3 million, net to Vaalco) of the abandonment fund has been funded on an undiscounted basis. The annual payments will be adjusted based on revisions in the abandonment estimate. This cash funding is reflected under "Other noncurrent assets" in the "Abandonment funding" line item of the unaudited condensed consolidated balance sheets. Future changes to the anticipated abandonment cost estimate could change the asset retirement obligation and the amount of future abandonment funding payments.

Merged Concession Agreement

The Company is a party to the Merged Concession Agreement with the Egyptian General Petroleum Corporation ("EGPC") (the "Merged Concession Agreement"). In accordance with the Merged Concession Agreement, the Company was required to make a $10.0 million annual modernization payment to EGPC each year through February 1, 2026. As of December 31, 2025, all modernization payments had been fully settled either through actual cash payments or through the issuance of credit against receivables owed by EGPC.

The Company also has minimum financial work commitments of $50 million for each five-year period of the primary development term, commencing on February 1, 2020, for a total of $150 million over the 15-year license contract term. Through September 30, 2026, the Company's financial work commitments have exceeded the five-year minimum $50 million threshold and any excess carries forward to offset against subsequent five-year commitments.

Drilling Rig Commitment

The Company entered into a bareboat charter agreement (the "Bareboat Charter") for its Phase Three drilling campaign in Gabon. Pursuant to the Bareboat Charter, the Company also entered into a service agreement with a third party for purposes of maintaining and operating the drilling rig on its behalf. The Bareboat Charter commenced in November 2025 and has a noncancelable period of 300 days plus five single well options. The Bareboat Charter stipulates fixed day rates and other variable payments. The drilling rig was demobilized in October 2026 following the completion of the Phase Three drilling campaign.

10 . DEBT

2025 RBL Facility

The Company's reserves-based facility agreement (the "2025 Facility Agreement") provides a senior secured reserve-based revolving credit facility (the "2025 RBL Facility") with maximum aggregate commitments of $300.0 million, subject to certain conditions specified in the 2025 Facility Agreement. The borrowing base amount is calculated pursuant to the 2025 Facility Agreement and redetermined on March 31 and September 30 of each year beginning June 30, 2025, and, in certain circumstances, other interim triggers set out in the 2025 Facility Agreement. In addition, the aggregate commitments are scheduled to reduce semi-annually starting with a $15.8 million reduction on March 31, 2027, and a $35.5 million reduction for each of the subsequent semi-annual periods starting on September 30, 2027.

Effective January 23, 2026, certain existing Lenders (defined below) under the 2025 RBL Facility agreed to increase their initial commitment from $190.0 million to $255.0 million. In addition, on April 28, 2026, certain existing Lenders further increased their commitments to $300.0 million, which is equal to the maximum aggregate commitments permitted under the facility. The increases in commitments were undertaken with the existing accordion feature included in the 2025 RBL Facility.

As of September 30, 2026, the 2025 RBL Facility had $300.0 million of aggregate commitments and $239.0 million of outstanding borrowings, resulting in available borrowing capacity of $61.0 million. As of December 31, 2025, our outstanding borrowing under the 2025 RBL Facility was $60.0 million. Proceeds from our borrowings were primarily used to fund the FPSO Baobab Ivoirien refurbishment and reconnection. The weighted-average interest rate on outstanding borrowings under the 2025 RBL Facility was 10.2% for the nine months ended September 30, 2026 and 10.7% from the inception of the 2025 Facility Agreement through December 31, 2025.

Each loan under the 2025 RBL Facility will bear interest at a rate equal to Term Secured Overnight Financing Rate ("SOFR") plus the applicable margin (the "Applicable Margin") of (i) 6.50%, from the date of the 2025 Facility Agreement until the date on which the renovation and repair of the floating production storage and offloading ("FPSO Baobab Ivoirien") tanker facility named FPSO Baobab Ivoirien for use in connection with the development of the Baobab field (the "FPSO Baobab Ivoirien Renovation") meets certain completion tests defined in the 2025 Facility Agreement and (ii) thereafter, 6.00% until the Final Maturity Date (defined below). Effective September 18, 2026, the Company satisfied the completion tests relating to the FPSO Baobab Ivoirien Renovation and, accordingly, the Applicable Margin was reduced from 6.50% to 6.00%. We will pay the accrued interest on the last day of each applicable interest period, which interest period may be, at our option, one, three or six months or such other period as agreed between us and the lenders party to the 2025 Facility Agreement (the "Lenders").

The loans under the 2025 RBL Facility may be borrowed, repaid, and reborrowed during the term of the 2025 RBL Facility, which will mature on the earlier of (i) March 4, 2031, which is the sixth anniversary of the date of the 2025 Facility Agreement and (ii) the Reserve Tail Date (the "Final Maturity Date"). The Reserve Tail Date is the last day of the calculation period immediately preceding the first calculation period in which the aggregate remaining reserves for all of the borrowing base assets are projected in the then current banking case to be less than 25% of the initial approved reserves.
The 2025 RBL Facility is secured against certain assets of the Company and the other obligors under the 2025 Facility Agreement. The security package includes security interests in the shares of the obligors (other than the Company), hedging agreements, intercompany loans, insurances, offtake agreements relating to the borrowing base assets and project accounts.

The 2025 Facility Agreement contains certain financial covenants, including that, beginning on June 30, 2025 and then as of each March 31 and September 30 until the Final Maturity Date, the ratio of Total Net Indebtedness to EBITDAX (each defined in the 2025 Facility Agreement) for the trailing 12 months shall not exceed 3.0x. Additionally, following the FPSO Baobab Ivoirien Renovation completion date, the debt service coverage ratio for the 12 months commencing on the day immediately following each March 31 and September 30 (and any interim redetermination date) until the Final Maturity Date shall be at least 1.2:1. The Company also provides a liquidity forecast for the Company and certain of its subsidiaries which shall demonstrate that the total corporate sources equal or exceed the total corporate uses. Following the FPSO Baobab Ivoirien Renovation completion date, the liquidity forecast is delivered on each redetermination of the banking case and any proposed distribution.

The Company is required to pay a quarterly commitment fee equal to (i) 35% per annum of the Applicable Margin on the daily amount of the difference (if any) by which the borrowing base amount exceeds the then-outstanding amount of loans, plus (ii) 20% per annum of the Applicable Margin on the daily amount by which the then-total commitments exceed the higher of the total outstanding amount of loans and the borrowing base amount. The Company is also required to pay customary technical and modeling bank fees, agency fees and security agent fees. The 2025 Facility Agreement also contains customary information covenants as well as affirmative and negative covenants subject to customary thresholds and materiality which include, among others, compliance with laws (including environmental laws, sanctions and anti-corruption laws), delivery of quarterly and annual financial statements and compliance certificates, no change of business, no merger and maintenance of corporate existence, field preservations and related contracts relating to the borrowing base assets, maintenance of insurance, entry into certain derivatives contracts which are regulated by the 2025 Facility Agreement and the hedging policy, restrictions on the incurrence of liens, indebtedness, asset dispositions, acquisitions, restricted payments, entry into offtake agreements and other customary covenants. If the aggregate borrowings exceed 35% of the lower of (a) the available Total Commitments and (b) the applicable borrowing base amount, we are also required to enter into commodity price hedge positions covering certain volumes of anticipated future production set out in the banking case. There are other covenants that make the Company's ability to pay dividends and to enter into certain acquisition and disposition transactions subject to certain conditions. These covenants are subject to a number of limitations and exceptions.

Additionally, the 2025 Facility Agreement contains customary events of default, including non-payment and borrowing base deficiency, funding shortfall subject to certain liquidity cure rights, breach of financial covenants, misrepresentation, insolvency, changes in ownership or business, litigation, cross default, expropriation of any borrowing base assets, political events, cessation of production and the occurrence of a material adverse effect. The 2025 Facility Agreement also contains events of default related to the failure to renew any field license on substantially the same terms three months before the expiration of such field license and if a change of operator occurs. The events of default contain thresholds and remedy periods customary for credit facilities of this nature. If the obligors do not comply with the financial and other covenants relating to non-payment, sanctions, anti-corruption, loans and guarantees or tax in the 2025 Facility Agreement, the Lenders may require immediate payment of all amounts outstanding under the 2025 Facility Agreement and any outstanding unfunded commitments may be terminated. In addition, if any principal amount payable is not paid upon the due date, interest shall accrue on the overdue amount from the due date up to the date of the actual payment at an additional interest rate of 2% per annum, and such interest shall be immediately payable on demand.

As of September 30, 2026 and December 31, 2025, we were in compliance with all of our debt covenants.

Fair Value Measurement

The fair value of the 2025 RBL Facility approximates its respective its carrying amount as its interest rate is variable and reflective of market rates. The fair value measurement for the 2025 RBL Facility represents Level 2 inputs.

11 . INCOME TAXES

Vaalco and its domestic subsidiaries file a consolidated U.S. federal income tax return. Certain foreign subsidiaries also file tax returns in their respective local jurisdictions including Canada, Egypt, Equatorial Guinea, Gabon, Côte d'Ivoire and Nigeria.

The foreign income taxes payable are attributable to Gabon and Côte d'Ivoire as of September 30, 2026 and December 31, 2025.

The Company's effective tax rate for the three months ended September 30, 2026 and 2025, excluding the impact of discrete items, was 41.29% and (81.21)%, respectively. The Company's effective tax rate for the nine months ended September 30, 2026 and 2025, excluding the impact of discrete items, was 40.16% and 59.48%, respectively. For the three and nine months ended September 30, 2026 and 2025, the Company's overall effective tax rate was primarily impacted by tax rates in foreign jurisdictions higher than the U.S. statutory rate and by non-deductible items associated with operations.

For the three months ended September 30, 2026, the income tax expense of $20.3 million includes a $4.1 million unfavorable oil price adjustment as a result of the change in value of the government of Gabon's allocation of Profit Oil between the time it was produced and the time it was taken in kind. For the nine months ended September 30, 2026, the income tax expense of $41.4 million includes a $6.0 million unfavorable oil price adjustment as a result of the change in value of the government of Gabon's allocation of Profit Oil between the time it was produced and the time it was taken in-kind.

As of September 30, 2026, the Company had no material uncertain tax positions. The Company's policy is to recognize potential interest and penalties related to unrecognized tax benefits as a component of income tax expense.

In January 2026, the Company received an assessment from the Canada Revenue Agency in connection with an examination. Following the sale of its Canadian assets, the Company elected not to file an objection or pursue other remedies. As a result, the Company reduced its Canadian net operating loss carryforwards and the related valuation allowance carried forward from December 31, 2025. This adjustment did not have a material impact on the Company's consolidated financial position, results of operations, cash flows, or income tax expense.

12 . RELATED PARTY TRANSACTION

The Company entered into an agreement with a related party for contract engineering services. Payments for these services were approximately $0.04 million and $0.2 million during the three and nine months ended September 30, 2026, respectively, compared to $0.1 million and $0.2 million during the three and nine months ended September 30, 2025, respectively.

13 . OTHER COMPREHENSIVE INCOME (LOSS)

The functional currency of our Canadian segment is the Canadian Dollar. All of the Company's other comprehensive income arises from the currency translation of its Canadian segment to USD.

The components of accumulated other comprehensive income are as follows:

	Currency Translation Adjustments
	(in thousands)
Balance at December 31, 2025	$ (498)
Release of cumulative translation adjustment due to the Canada Assets Divestment	386
Amounts reclassified from accumulated other comprehensive income (loss)	112
Balance at September 30, 2026	$ —

As previously discussed, the Canada Assets Divestment, which represents the divestment of substantially all of the net assets of our Canadian subsidiary, was completed in February 2026. Accordingly, cumulative translation adjustment gains of $0.4 million were reclassified from accumulated other comprehensive loss into earnings and included in the loss on sale of assets in the consolidated statements of operations and comprehensive income (loss).

14 . SEGMENT INFORMATION

The Company's operations are based in Gabon, Egypt, Côte d'Ivoire, Equatorial Guinea, and, prior to the Canada Assets Divestment, producing properties in Canada. Each of the reportable operating segments are organized and managed based upon geographic location. The Company's Chief Executive Officer, who is the chief operating decision maker ("CODM"), evaluates segment performance based on the operation of each geographic segment separately primarily based on operating income (loss) and allocates financial and capital resources for each segment predominantly in the annual budget and forecasting process. The CODM also considers budget-to-actual variances on a quarterly basis for the performance measure when making decisions about allocating capital and personnel to the segments.

The operations of all segments include exploration for and production of hydrocarbons where commercial reserves have been found and developed. Revenues are based on the location of hydrocarbon production. Corporate and other is primarily corporate and operations support costs that are not allocated to the reportable operating segments and are shown in the tables to reconcile the business segments to consolidated totals. No transactions occurred between operating segments. "Other operating income (expense)" below includes those items that are included in Net income (loss) but are not regularly provided to the CODM, or are reported to the CODM but are not considered to be significant segment expenses.

Segment activity of continuing operations for the three and nine months ended September 30, 2026 and 2025, as well as long-lived assets and segment assets at September 30, 2026 and December 31, 2025 is as follows:

	Three Months Ended September 30, 2026						
(in thousands)	Gabon	Egypt	Canada	Equatorial Guinea	Côte d'Ivoire	Corporate and Other	Total
Revenues:							
Crude oil, natural gas and natural gas liquids sales	$ 73,849	$ 45,321	$ (26)	$ —	$ 27,831	$ —	$ 146,975
Operating costs and expenses:							
Production expense	18,630	17,244	24	450	8,587	43	44,978
Exploration expense	4,715	—	—	—	99	—	4,814
Depreciation, depletion and amortization	24,905	10,134	—	—	7,916	399	43,354
Loss on sale of assets	—	—	38	—	—	3	41
General and administrative expense	1,550	39	—	65	(55)	7,449	9,048
Credit losses and other	—	129	—	339	—	—	468
Total operating costs and expenses	49,800	27,546	62	854	16,547	7,894	102,703
Operating income (loss)	24,049	17,775	(88)	(854)	11,284	(7,894)	44,272
Other income (expense):							
Derivative instruments loss, net	—	—	—	—	—	(56,998)	(56,998)
Interest income (expense), net	(625)	102	—	—	(4,765)	(293)	(5,581)
Other income (expense), net	(1,017)	(190)	—	—	45	(56)	(1,218)
Total other expense, net	(1,642)	(88)	—	—	(4,720)	(57,347)	(63,797)
Income (loss) before income taxes	22,407	17,687	(88)	(854)	6,564	(65,241)	(19,525)
Income tax expense (benefit)	16,860	6,666	—	—	(5,903)	2,688	20,311
Net income (loss)	$ 5,547	$ 11,021	$ (88)	$ (854)	$ 12,467	$ (67,929)	(39,836)
Consolidated capital expenditures	$ 36,220	$ 7,121	$ —	$ 753	$ 39,619	$ 215	$ 83,928

	Nine Months Ended September 30, 2026						
(in thousands)	Gabon	Egypt	Canada [(a)]	Equatorial Guinea	Côte d'Ivoire	Corporate and Other	Total
Revenues:							
Crude oil, natural gas and natural gas liquids sales	$ 187,048	$ 127,605	$ 2,256	$ —	$ 27,831	$ —	$ 344,740
Operating costs and expenses:							
Production expense	55,662	47,441	2,064	1,089	12,528	43	118,827
Exploration expense	26,961	—	—	—	312	—	27,273
Depreciation, depletion and amortization	57,519	27,430	35	—	9,761	1,093	95,838
Loss on sale of assets	—	—	1,342	—	—	(99)	1,243
General and administrative expense	3,119	145	1	173	1,577	23,503	28,518
Credit losses and other	376	129	22	785	—	—	1,312
Total operating costs and expenses	143,637	75,145	3,464	2,047	24,178	24,540	273,011
Operating income (loss)	43,411	52,460	(1,208)	(2,047)	3,653	(24,540)	71,729
Other income (expense):							
Derivative instruments loss, net	—	—	—	—	—	(108,859)	(108,859)
Interest income (expense), net	(1,956)	212	—	—	(7,351)	(935)	(10,030)
Other income (expense), net	(2,188)	(311)	(7)	(2)	139	(208)	(2,577)
Total other expense, net	(4,144)	(99)	(7)	(2)	(7,212)	(110,002)	(121,466)
Income (loss) before income taxes	39,267	52,361	(1,215)	(2,049)	(3,559)	(134,542)	(49,737)
Income tax (benefit) expense	30,150	20,751	—	—	(18,890)	9,407	41,418
Net income (loss)	$ 9,117	$ 31,610	$ (1,215)	$ (2,049)	$ 15,331	$ (143,949)	$ (91,155)
Consolidated capital expenditures	$ 101,223	$ 17,432	$ 128	$ 939	$ 136,021	$ 589	$ 256,332

[(a)] During the nine months ended September 30, 2026, the Canada segment revenues include amounts recognized from January 1, 2026 through the closing date of the Canada Assets Divestment.

	Three Months Ended September 30, 2025						
(in thousands)	Gabon	Egypt	Canada	Equatorial Guinea	Côte d'Ivoire	Corporate and Other	Total
Revenues:							
Crude oil, natural gas and natural gas liquids sales	$ 21,271	$ 35,696	$ 4,040	$ —	$ —	$ —	$ 61,007
Operating costs and expenses:							
Production expense	12,092	13,767	1,922	587	1,504	—	29,872
Exploration expense	167	—	—	—	186	—	353
Depreciation, depletion and amortization	7,145	9,308	2,832	—	861	409	20,555
General and administrative expense	779	296	46	63	572	7,089	8,845
Credit losses and other	196	—	—	288	—	—	484
Total operating costs and expenses	20,379	23,371	4,800	938	3,123	7,498	60,109
Operating income (loss)	892	12,325	(760)	(938)	(3,123)	(7,498)	898
Other income (expense):							
Derivative instruments loss, net	—	—	—	—	—	(1,093)	(1,093)
Interest expense, net	(809)	(184)	—	—	(1,085)	(255)	(2,333)
Other income (expense), net	(154)	80	(60)	3	242	(78)	33
Total other income (expense), net	(963)	(104)	(60)	3	(843)	(1,426)	(3,393)
Income (loss) before income taxes	(71)	12,221	(820)	(935)	(3,966)	(8,924)	(2,495)
Income tax expense (benefit)	(3,902)	5,671	—	—	(5,077)	(288)	(3,596)
Net income (loss)	$ 3,831	$ 6,550	$ (820)	$ (935)	$ 1,111	$ (8,636)	$ 1,101
Consolidated capital expenditures	$ 14,074	$ 7,113	$ 490	$ (61)	$ 33,484	$ 309	55,409

	Nine Months Ended September 30, 2025						
(in thousands)	Gabon	Egypt	Canada	Equatorial Guinea	Côte d'Ivoire	Corporate and Other	Total
Revenues:							
Crude oil, natural gas and natural gas liquids sales	$ 132,026	$ 102,873	$ 14,935	$ —	$ 18,396	$ —	$ 268,230
Operating costs and expenses:							
Production expense	59,746	38,898	6,533	1,274	8,618	1	115,070
Exploration expense	167	—	—	—	2,706	—	2,873
Depreciation, depletion and amortization	33,239	26,579	9,382	—	9,249	684	79,133
General and administrative expense	1,224	399	77	212	1,435	23,046	26,393
Credit losses (recovery) and other	(440)	—	—	925	—	—	485
Total operating costs and expenses	93,936	65,876	15,992	2,411	22,008	23,731	223,954
Operating income (loss)	38,090	36,997	(1,057)	(2,411)	(3,612)	(23,731)	44,276
Other income (expense):							
Derivative instruments loss, net	—	—	—	—	—	(767)	(767)
Interest expense, net	(2,680)	(608)	—	—	(2,373)	(538)	(6,199)
Other income (expense), net	(917)	141	338	(2)	181	(369)	(628)
Total other income (expense), net	(3,597)	(467)	338	(2)	(2,192)	(1,674)	(7,594)
Income (loss) before income taxes	34,493	36,530	(719)	(2,413)	(5,804)	(25,405)	36,682
Income tax expense (benefit)	10,341	14,201	—	—	(15,312)	10,240	19,470
Net income (loss)	$ 24,152	$ 22,329	$ (719)	$ (2,413)	$ 9,508	$ (35,645)	$ 17,212
Consolidated capital expenditures	$ 30,379	$ 20,954	$ 2,006	$ 499	$ 93,425	$ 326	$ 147,589

(in thousands)	Gabon	Egypt	Canada[a]	Equatorial Guinea	Côte d'Ivoire	Corporate and Other	Total
Long-lived assets:							
As of September 30, 2026	**$ 223,332**	**$ 128,841**	**$ —**	**$ 12,187**	**$ 383,373**	**$ 4,018**	**$ 751,751**
As of December 31, 2025	$ 177,030	$ 138,839	$ —	$ 11,248	$ 254,307	$ 4,671	$ 586,095

[a] At December 31, 2025, the Company classified $31.8 million of net Crude oil, natural gas and NGLs properties as "Noncurrent Assets held for sale" on the Consolidated Balance Sheet.

(in thousands)	Gabon	Egypt	Canada	Equatorial Guinea	Côte d'Ivoire	Corporate and Other	Total
Total assets:							
As of September 30, 2026	**$ 362,435**	**$ 154,006**	**$ 1,446**	**$ 15,092**	**$ 439,657**	**$ 70,354**	**$ 1,042,990**
As of December 31, 2025	$ 315,787	$ 182,023	$ 35,982	$ 13,631	$ 283,768	$ 82,184	$ 913,375

ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING STATEMENTS

This Quarterly Report on Form 10-Q (this "Quarterly Report") includes "forward-looking statements" within the meaning of Section 27A of the Securities Act of 1933, as amended (the "Securities Act"), and Section 21E of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and may also include forward-looking information within the meaning defined under applicable Canadian securities laws (collectively, "forward-looking statements"), which are intended to be covered by the safe harbors created by those laws. We have based these forward-looking statements on our current expectations and projections about future events. These forward-looking statements include information about possible or assumed future results of our operations. All statements, other than statements of historical facts, included in this Quarterly Report that address activities, events or developments that we expect or anticipate may occur in the future, including, without limitation, statements regarding our financial position, operating performance and results, reserve quantities and net present values, market prices, business strategy, derivative activities, the amount and nature of capital expenditures, payment of dividends and plans and objectives of management for future operations are forward-looking statements. When we use words such as "anticipate," "believe," "estimate," "expect," "intend," "forecast," "outlook," "aim," "target," "will," "could," "should," "may," "likely," "plan" and "probably" or the negative of such terms or similar expressions, we are making forward-looking statements. Many risks and uncertainties that could affect our future results and could cause results to differ materially from those expressed in our forward-looking statements include, but are not limited to:

- the impact of world health events, including any related impact on global demand for crude oil and crude oil prices, potential difficulties in obtaining additional liquidity, when and if needed, disruptions in global supply chains and disruptions to our workforce;
- the impact of any future production quotas imposed by Gabon, as a member of the Organization of the Petroleum Exporting Countries ("OPEC"), as a result of agreements among OPEC, Russia and other allied producing countries with respect to crude oil production levels;
- the impact of the wide-ranging policy changes and numerous executive actions issued by the current U.S. presidential administration on topics including international trade, imposition of trade tariffs, energy resources, corporate taxes, global climate change initiatives, employment practices, corporate compliance programs, environmental regulations, as well as other matters;
- the macroeconomic, regulatory or other potential effects of a prolonged U.S. government shutdown;
- volatility of, and declines and weaknesses in crude oil, natural gas and natural gas liquids ("NGLs") prices, as well as our ability to offset volatility in prices through the use of hedging transactions;
- the discovery, acquisition, development and replacement of crude oil, natural gas and NGLs reserves;
- impairments in the value of our crude oil, natural gas and NGLs assets;
- future capital requirements;
- our ability to maintain sufficient liquidity in order to fully implement our business plan;
- our ability to generate cash flows that, along with our cash on hand and our 2025 RBL facility, will be sufficient to support our operations and cash requirements;
- the ability of the BWE Consortium to successfully execute its business plan;
- our ability to attract capital or obtain debt financing arrangements;
- our ability to pay the expenditures required in order to develop certain of our properties;
- operating hazards inherent in the exploration for and production of crude oil, natural gas and NGLs;
- difficulties encountered during the exploration for and production of crude oil, natural gas and NGLs;
- the impact of competition;
- our ability to identify and complete complementary opportunistic acquisitions;
- our ability to effectively integrate assets and properties that we acquire into our operations;
- weather conditions;
- the uncertainty of estimates of crude oil and natural gas;
- currency exchange rates and regulations;
- unanticipated issues and liabilities arising from non-compliance with environmental regulations;

- the ultimate resolution of our abandonment funding obligations with the government of Gabon and the audit of our operations in Gabon currently being conducted by the government of Gabon;
- our limited control over the assets we do not operate;
- the availability and cost of seismic, drilling and other equipment;
- difficulties encountered in measuring, transporting and delivering crude oil, natural gas and NGLs to commercial markets;
- timing and amount of future production of crude oil, natural gas and NGLs;
- hedging decisions, including whether or not to enter into derivative financial instruments;
- general economic conditions, including any future economic downturn, the impact of inflation or tariffs, disruptions in financial credit and other disruptions resulting from geo-political events such as the Russia/Ukraine war, conflicts in the Middle East, including the United States-Israel-Iran war, trade tensions between the U.S. and China and U.S. military operations in Venezuela;
- our ability to enter into new customer contracts;
- changes in customer demand and producers' supply;
- actions by governments and other significant actors with respect to events occurring in the countries in which we operate;
- actions by our joint venture partners;
- compliance with, or the effect of changes in, governmental regulations regarding our exploration, production, and well completion operations including those related to climate change;
- the outcome of any governmental audit;
- the anticipated impact on our business and operations of the OBBBA (defined below); and
- actions of operators of our crude oil, natural gas and NGLs properties.

The information contained in this Quarterly Report and the information set forth under the heading "Item 1A. Risk Factors" in our Annual Report on Form 10-K for the year ended December 31, 2025 ("2025 Form 10-K"), identifies additional factors that could cause our results or performance to differ materially from those we express in forward-looking statements. Although we believe that the assumptions underlying our forward-looking statements are reasonable, any of these assumptions and therefore also the forward-looking statements based on these assumptions could themselves prove to be inaccurate. In light of the significant uncertainties inherent in the forward-looking statements that are included in this Quarterly Report and the 2025 Form 10-K, our inclusion of this information is not a representation by us or any other person that our objectives and plans will be achieved. When you consider our forward-looking statements, you should keep in mind these risk factors and the other cautionary statements in this Quarterly Report.

Our forward-looking statements speak only as of the date the statements are made and reflect our best judgment about future events and trends based on the information currently available to us. Our results of operations can be affected by inaccurate assumptions we make or by risks and uncertainties known or unknown to us. Therefore, we cannot guarantee the accuracy of the forward-looking statements. Actual events and results of operations may vary materially from our current expectations and assumptions. Our forward-looking statements, express or implied, are expressly qualified in their entirety by this "Cautionary Statement Regarding Forward-Looking Statements," which constitute cautionary statements. These cautionary statements should also be considered in connection with any subsequent written or oral forward-looking statements that we or persons acting on our behalf may issue.

Except as otherwise required by applicable law, we disclaim any duty to update any forward-looking statements, all of which are expressly qualified by the statements in this section, to reflect events or circumstances occurring after the date of this Quarterly Report.

INTRODUCTION

Vaalco is a Houston, Texas-based, African-focused independent energy company with a strong production and reserve portfolio of assets in Gabon, Egypt, Côte d'Ivoire, Equatorial Guinea, and, prior to the Canada Assets Divestment, producing properties in Canada. We are currently engaged in the acquisition, exploration, development and production of crude oil, natural gas and NGLs.

Business Environment and Outlook

The oil and gas industry is cyclical and commodity prices are inherently volatile. Oil prices reflect global supply and demand dynamics as well as the geopolitical and macroeconomic environment and uncertainties. These factors, and any changes to these factors, among others, could have a material adverse impact on our future revenues and overall profitability. See Part II, Item 7. "Management's Discussion and Analysis of Financial Condition and Results of Operations" in our 2025 Form 10-K for further discussion of Trends and Uncertainties.

Commodity Prices – Uncertainties in the global supply chain and financial markets impact oil supply and demand and contribute to commodity price volatility. These uncertainties include the impacts of ongoing international conflicts, inflation, current and potential tariffs or other trade barriers, global trade policies, and actions taken by foreign oil and gas producing nations, including OPEC+. Changes in oil prices could result in adjustments to capital investment levels and allocation, which impact our production volumes.

Geopolitical Conflict and Other Market Forces – The Company continues to monitor geopolitical developments globally, and specifically in Europe, the Middle East, Africa, and North America, where they have the potential to impact operational continuity and market dynamics. Global markets are also experiencing volatility and uncertainty connected to the Russia-Ukraine war, conflicts in the Middle East, including the United States-Israel-Iran war and the U.S. intervention in Venezuela. Additionally, geopolitical tensions and localized disruptions persist in parts of West Africa, where we hold significant producing and development interests, which require ongoing vigilance regarding political, economic, and security risks. The duration and impact of these ongoing armed conflicts, and the potential of these conflicts spreading to more regions are uncertain and could adversely affect the global economy, financial markets, our customers and in turn, us.

U.S. Tariffs and Global Trade Policies – In 2025, the U.S. administration enacted sweeping trade legislation, including significant tariff increases on industrial goods, energy-related equipment, and certain critical minerals, with a stated intent to prioritize domestic manufacturing and energy security. Global trade policy continues to evolve and the ultimate impact of recent developments with respect to U.S. tariffs is unclear. While we do not maintain U.S.-based production assets, our operations on the continent of Africa rely on equipment, services and materials that are often sourced, engineered, or consolidated through the United States or through U.S.-aligned trading routes. As a result, we may experience increased costs and longer lead times for the procurement and delivery of drilling and production equipment, particularly if suppliers adjust pricing in response to increased duties or if we are required to diversify sourcing channels. These impacts could affect the timing, cost structure and execution risk of certain development activities, especially in frontier offshore environments.

Enactment of the One Big Beautiful Bill Act of 2025 – On July 4, 2025, the budget reconciliation bill known as the One Big Beautiful Bill Act of 2025 ("OBBBA") was signed into law, which includes significant changes to federal tax law and other regulatory provisions that may impact the Company. Among other provisions, the OBBBA makes permanent key elements of the Tax Cuts and Jobs Act of 2017. The legislation has multiple effective dates, with certain provisions effective in 2025 and others implemented through 2027. The impact of provisions effective in 2025 and through the date of this filing is not material and the Company is still assessing the impact of provisions that are not yet effective.

As a company, we remain focused on our overall business strategy to maximize the value of our current resources and expand into new development opportunities across our strategically complementary asset base. We intend to accelerate shareholder returns and increase shareholder value by controlling operating costs and capital expenditures, maximizing reserve recoveries and making disciplined strategic accretive acquisitions that meet our strategic and financial objectives. We believe that our quality portfolio, strong management and technical expertise specific to the markets in which we operate, and our ongoing focus on maintaining a competitive cost structure and disciplined capital allocation framework, position us to achieve our business strategy and navigate a variety of commodity price environments. Over the past several years, we have delivered on our focused strategy and believe we will continue to do so with the organic growth programs across our diversified portfolio over the coming years.

Recent Operational Updates

Gabon

The Company successfully drilled and completed the ETBNM-3 gas-supply well from the SEENT platform. The well was directionally drilled adjacent to a discovery well and targeted gas and condensate resources in the Dentale D15 reservoir. The well was brought online, and the natural gas produced is being utilized for field operations, reducing reliance on higher-cost diesel transported to the field by vessel. The Company subsequently moved the drilling rig to a new slot on the SEENT platform, where it drilled and completed the ETSEM-3H development well in an attic position within the SE Etame field. The well has been brought online and is currently producing. The completion of ETSEM-3H concluded the Phase Three drilling campaign, and the drilling rig was subsequently demobilized from the field.

Overall, the Phase Three drilling campaign included the drilling and completion of four development wells and one gas-supply well.

In January 2026, the BWE Consortium completed its 3D seismic campaign across the Niosi and Guduma blocks. Processing and interpretation of the seismic data remain ongoing.

Egypt

The 2026 drilling campaign in Egypt, which commenced in May 2026, continued during the third quarter with five development wells drilled and completed. Drilling also commenced on two additional wells during the quarter that were completed in October 2026. Vaalco now plans to maintain an ongoing drilling program in Egypt into 2027.

We also successfully executed a series of workovers, well interventions, well reactivations, water shut-off treatments, and production optimization activities that are contributing to the organic growth of our production and reserves.

Côte d'Ivoire

Following the completion of its planned dry dock refurbishment in February 2026, the FPSO Baobab Ivoirien returned to Côte d'Ivoire and was successfully reconnected to field infrastructure in early April 2026. Production resumed from all producer wells in June 2026, and the first crude oil lifting was completed in August 2026. The Phase Five drilling campaign commenced following the batch-setting of top-holes by the operator. After the top-hole sections of all wells are drilled, the wells will then be completed and placed on production sequentially. The first production well is expected to come online near the end of 2026. The campaign is expected to support future production growth and the continued development of the main Baobab field in Block CI-40.

The Company is also the operator of exploration license CI-705 with a 70% working interest. Following completion of the first exploration phase, the Company elected to proceed with the second exploration phase, for which government approval has been granted. Under the PSC, the second exploration phase requires the Company to relinquish approximately 25% of the Phase 1 Block CI-705 area and fulfill certain minimum work and investment commitments, including the reprocessing of 3D seismic data, geological and geophysical studies, and the drilling of one firm exploration well.

In February 2026, the Company became the operator with a 60% working interest in the Kossipo field on the CI-40 Block with a field development plan ("FDP") being actively progressed toward completion in the first half of 2027 Vaalco continues analyzing ocean bottom node ("OBN") seismic data that was recently acquired which is helping to drive and de-risk the Company's updated evaluation as it progresses with the FDP.

Equatorial Guinea

We own a 60% working interest in an undeveloped portion of Block P offshore Equatorial Guinea where we are the designated operator. We have an existing plan of development of the Venus field discovery on Block P, which focuses on key areas of drilling evaluations, facilities design, market inquiries and metocean review. The Company has completed the initial Front End Engineering and Design study that confirmed the viability of the development concept and is currently evaluating alternative technical solutions which may deliver enhanced economic value. Work is progressing toward Final Investment Decision in the fourth quarter of 2026.

Canada

As discussed above, in February 2026, the Company completely exited its Canadian oil and gas operations. Please see Part I, Item 1, Note 3. Acquisition and Divestment to the unaudited condensed consolidated financial statements for further discussion on the sale of the Canada operating assets.

CAPITAL RESOURCES AND LIQUIDITY

Our primary sources of liquidity have been cash flows from operations, cash on hand and available borrowing capacity under the 2025 RBL Facility, and our primary use of cash has been to fund capital expenditures for development activities. At September 30, 2026, we had unrestricted cash of $51.3 million. We continually monitor the availability of capital resources, including equity and debt financings that could be utilized to meet our future financial obligations, planned capital expenditure activities and liquidity requirements including those to fund opportunistic acquisitions. Our future success in growing proved reserves, production and balancing the long-term development of our assets with a focus on generating attractive corporate-level returns will be highly dependent on the capital resources available to us.

Based on current expectations, we believe we have sufficient liquidity through our existing cash balances, cash flow from operations and our 2025 RBL Facility to support our current cash requirements during the next 12 months and beyond, including the drilling programs, dividend payments, Merged Concession Agreement, abandonment funding, as well as transaction expenses and capital and operational costs associated with our business segments' operations. However, our ability to generate sufficient cash flow from operations or fund any potential future acquisitions, consortiums, joint ventures or pay dividends, or other strategic transactions depends on operating and economic conditions, some of which are beyond our control. In the event additional capital is needed, we may not be able to obtain debt or equity financing on terms favorable to us, on expected timelines, or at all. We continue to evaluate the use of available cash, including opportunistic acquisitions and other growth initiatives, and assess whether additional liquidity sources, including equity and/or debt financing, would be appropriate to fund such activities.

Cash Flows

Our cash flows for the nine months ended September 30, 2026 and 2025 are as follows:

	Nine Months Ended September 30,		
	2026	**2025**	**Change in 2026 over 2025**
		(in thousands)	
Net cash provided by operating activities before changes in operating assets and liabilities	**$ 86,864**	$ 86,969	$ (105)
Net change in operating assets and liabilities	**2,939**	(19,475)	22,414
Net cash provided by operating activities	**89,803**	67,494	$ 22,309
Net cash used in investing activities	**(243,050)**	(155,762)	(87,288)
Net cash provided by financing activities	**145,639**	22,603	123,036
Effects of exchange rate changes on cash	**4**	53	(49)
Net change in cash, cash equivalents and restricted cash	**$ (7,604)**	$ (65,612)	$ 58,008

The $22.3 million increase in net cash provided by operating activities during the nine months ended September 30, 2026 compared to the nine months ended September 30, 2025 was primarily attributable to higher crude oil, natural gas and natural gas liquids sales and favorable changes in working capital and other assets and liabilities. These increases were partially offset by cash settlements paid on matured derivative contracts and higher exploration expenses, including the acquisition of seismic data and costs associated with drilling activities in Gabon.

Net cash used in investing activities during the nine months ended September 30, 2026 was primarily attributable to $268.5 million for expenditures associated with the FPSO Baobab Ivoirien Renovation, as well as the development drilling programs in Gabon, Côte d'Ivoire and Egypt, offset by cash proceeds of $25.5 million from the Canada Assets Divestment. For the nine months ended September 30, 2025, cash used in investing activities was due to costs associated with the development drilling programs in Egypt, as well as maintenance, project costs and long lead items for Gabon and Côte d'Ivoire.

Net cash provided by financing activities during the nine months ended September 30, 2026 primarily consisted of $179.0 million of proceeds from borrowings under the 2025 RBL Facility, offset by cash outflows of $20.1 million for dividend distributions, $2.2 million for deferred financing costs, $2.0 million to satisfy employee withholding tax obligations related to vested equity awards, and $9.1 million of principal payments on finance lease obligations. For the nine months ended September 30, 2025, cash provided by financing activities related to $60.0 million in proceeds from borrowing under the 2025 RBL Facility, offset by $19.8 million for dividend distributions, $7.1 million of payments for deferred financing costs and $9.8 million of principal payments on our finance leases.

2025 Facility Agreement and Available Credit

For information on our 2025 Facility Agreement and available credit, see Part I, Item 1, Note 10. Debt to the unaudited condensed consolidated financial statements.

Merged Concession Agreement

For information on the Merged Concession Agreement, see Part I, Item 1, Note 9. Commitments and Contingencies to the unaudited condensed consolidated financial statements.

Commodity Price and Interest Rate Hedging

We actively manage commodity price risk by entering into derivative transactions that help mitigate the impact of volatility in crude oil, NGL and natural gas prices on our cash flows and operating results; however, these transactions may also limit our cash flow in periods of rising crude oil, NGL and natural gas prices. We have entered into derivative contracts primarily with counterparties that are also lenders under the 2025 RBL Facility. If aggregate borrowings exceed 35% of specified thresholds, our 2025 RBL Facility requires us to enter into commodity price hedge positions establishing certain minimum fixed prices for anticipated future production.

The Company is exposed to interest rate risk through borrowings under its 2025 RBL Facility, which bear interest at variable rates based on Term SOFR plus an applicable margin. During the year, we entered into a zero-cost collar to partially mitigate our exposure to variability in interest payments resulting from changes in interest rates.

See Part I, Item 1, Note 7. Derivatives to the unaudited condensed consolidated financial statements for further discussion.

Cash Requirements

Our material cash requirements generally consist of capital projects, finance and operating leases, dividend payments, Merged Concession Agreement and abandonment funding, each of which is discussed in further detail below.

Capital Projects and Expenditures - For the nine months ended September 30, 2026, we had accrual basis capital expenditures of $256.3 million compared to $147.6 million of accrual basis capital expenditures for the same period in 2025. Capital spending during the nine-month period ended September 30, 2026, primarily reflected development activities associated with the Phase Three drilling campaign in Gabon, refurbishment and reconnection activities relating to the FPSO Baobab Ivoirien in Côte d'Ivoire, Phase Five drilling campaign in Côte d'Ivoire, exploration expenses attributable to Gabon and costs incurred in connection with the 3D seismic campaign across the Niosi and Guduma blocks.

See “Recent Operational Updates” above for additional information regarding our capital projects.
Abandonment Funding - Under the terms of the Etame PSC, we have a cash funding arrangement for the eventual abandonment of all offshore wells, platforms and facilities on the Etame Marin block. As a result of the extension of the Etame PSC, annual funding payments are spread over the periods from 2018 through 2028, under the applicable abandonment study. The amounts paid will be reimbursed through the Cost Account and are non-refundable. At September 30, 2026, the balance of the abandonment fund was $10.7 million ($6.3 million, net to Vaalco) on an undiscounted basis. The annual payments will be adjusted based on revisions in the abandonment estimate. This cash funding is reflected under “Other noncurrent assets” in the “Abandonment funding” line item of the unaudited condensed consolidated balance sheets. Future changes to the anticipated abandonment cost estimate could change the asset retirement obligation and the amount of future abandonment funding payments.

Leases - We are a party to several operating and financing lease arrangements, including operating leases for the corporate office, a drilling rig, rental of marine vessels and a helicopter, warehouse and storage facilities, equipment and financing lease agreements for the FSO, generators and turbines used in the operations of the Etame Marin block and for equipment, offices and vehicles used in the operations in Egypt. The annual costs of these leases are significant to us.

Merged Concession Agreement - Under the Merged Concession Agreement, we have minimum financial work commitments of $50.0 million for each five-year period of the primary development term, commencing on February 1, 2020. Through September 30, 2026, our financial work commitments have exceeded the five-year minimum $50 million threshold and any excess carries forward to offset against subsequent five-year commitments. See Part I, Item 1, Note 9. Commitments and Contingencies to the unaudited condensed consolidated financial statements for additional information.

Drilling Rig Commitment - The Company entered into the Bareboat Charter for its Phase Three drilling campaign in Gabon. Pursuant to the Bareboat Charter, the Company also entered into a service agreement with a third party for purposes of maintaining and operating the drilling rig on its behalf. The Bareboat Charter and the service agreement commenced in November 2025 and have a noncancelable period of 300 days plus five single well options. The Bareboat Charter and the service agreement stipulate fixed day rates and other variable payments. The drilling rig was demobilized in October 2026 following the completion of the Phase Three drilling campaign.

BWE Consortium - We are a member of the BWE Consortium that was awarded the licenses for the Niosi Marin and Guduma Marin exploration blocks in Gabon. These licenses are covered by PSCs entered into with the Gabonese Government. These PSCs will have two exploration periods totaling eight years which may be extended by an additional two years. In January 2026, the BWE Consortium completed its 3D seismic campaign across the Niosi and Guduma blocks. Processing and interpretation of the seismic data remain ongoing. During the first exploration period, the joint owners have also committed to drilling exploration wells on both blocks. Under the terms of the BWE Consortium PSC, the Company holds a 37.5% non-operating working interest in these licenses.

Dividend Policy - Our Board of Directors adopted a quarterly cash dividend policy of an expected $0.0625 per common share per quarter, which commenced in the first quarter of 2023. Payment of future dividends, if any, will be at the discretion of the Board of Directors after taking into account various factors, including current financial condition, the tax impact of repatriating cash, operating results and current and anticipated cash needs.

Quarterly Cash Dividends

The Company paid a quarterly cash dividend of $0.0625 per share of common stock for the third quarter of 2026 ($0.25 annualized) on September 22, 2026 to stockholders of record at the close of business on August 21, 2026. The Company also announced its next quarterly cash dividend of $0.0625 per share of common stock for the fourth quarter of 2026 ($0.25 annualized) to be paid on December 22, 2026 to stockholders of record at the close of business on November 20, 2026.

CRITICAL ACCOUNTING POLICIES AND ESTIMATES

There have been no material changes to our critical accounting policies and estimates subsequent to December 31, 2025. For a discussion of the Company's critical accounting policies for the fiscal year ended December 31, 2025, please see our 2025 Form 10-K.

NEW ACCOUNTING STANDARDS

See Part I, Item 1, Note 2. New Accounting Standards to the unaudited condensed consolidated financial statements.

RESULTS OF OPERATIONS

Three Months Ended September 30, 2026 Compared to the Three Months Ended September 30, 2025

Net loss for the three months ended September 30, 2026 was $39.8 million compared to a net income of $1.1 million during the same period in 2025. See discussion below for changes in revenues and expenses.

Crude oil, natural gas and NGLs revenues increased $86.0 million, or approximately 141%, to $147.0 million during the three months ended September 30, 2026 from $61.0 million during the same period in 2025. The increase in revenue is primarily attributable to higher realized sales prices per barrel along with an increase in sales volumes.

	Three Months Ended September 30,		
	2026	**2025**	**Increase/(Decrease)**
		(in thousands)	
Net crude oil, natural gas, and NGLs sales volume (MBoe)	**1,698**	1,180	518
Average crude oil, natural gas and NGLs sales price (per Boe)	**$ 83.64**	$ 51.26	$ 32.38
Average Dated Brent spot price* ($/Bbl)	**$ 96.30**	$ 69.04	$ 27.26
Net crude oil, natural gas, and NGLs revenue	**$ 146,975**	$ 61,007	$ 85,968
Operating costs and expenses:			
Production expense	**44,978**	29,872	15,106
Exploration expense	**4,814**	353	4,461
Depreciation, depletion and amortization	**43,354**	20,555	22,799
Loss on sale of assets	**41**	—	41
General and administrative expense	**9,048**	8,845	203
Credit losses and other	**468**	484	(16)
Total operating costs and expenses	**102,703**	60,109	42,594
Operating income	**44,272**	898	43,374
Other expense, net	**(63,797)**	(3,393)	(60,404)
Loss before income taxes	**(19,525)**	(2,495)	(17,030)
Income tax (benefit) expense	**20,311**	(3,596)	23,907
Net income (loss)	**$ (39,836)**	$ 1,101	$ (40,937)

* Average of daily Dated Brent spot prices posted on the U.S. Energy Information Administration website.

Crude oil, natural gas and NGLs revenues:

Gabon

Crude oil sales in Gabon are a function of the number and size of crude oil liftings in each year and thus crude oil sales do not always coincide with volumes produced in any given year. Total revenue from our Gabon segment was $73.8 million during the three months ended September 30, 2026, an increase of $52.5 million from the $21.3 million of revenue reported during the three months ended September 30, 2025. The increase in revenues is primarily due to a higher average realized sales price received in Gabon of $103.95 per Bbl for the three months ended September 30, 2026 compared to the $62.40 per Bbl average realized sales price received during the same period in 2025. Sales volumes also increased to 663 MBbls for the three months ended September 30, 2026 from the 333 MBbls reported during the third quarter of 2025. Gabon's share of crude oil inventory, excluding royalty barrels, was approximately 226 MBbls and 292 MBbls at September 30, 2026 and 2025, respectively.

Egypt

Crude oil in Egypt is either sold to a third party via a cargo lifting or sold directly to the government, through EGPC. During the three months ended September 30, 2026, all crude oil sales were made directly to EGPC. Revenue from our Egypt segment increased to $45.3 million during the three months ended September 30, 2026 from $35.7 million during the comparable period in 2025. The increase in revenues was primarily driven by a higher average realized sales price, which increased to $64.05 per Bbl from $51.51 per Bbl in the same period in the prior year and by slightly higher sales volumes of 708 MBbls compared to 693 MBbls during the three months ended September 30, 2025.

Côte d'Ivoire

Crude oil production from the Côte d'Ivoire assets is marketed under an agreement with an international oil trading company that markets and sells cargoes to purchasers, primarily refineries, worldwide. As previously discussed, the FPSO Baobab Ivoirien ceased production in January 2025 to undergo a planned refurbishment program, which was completed in February 2026. Following completion of the refurbishment, the FPSO Baobab Ivoirien was reconnected to field infrastructure and production resumed from all producing wells. The first crude oil lifting occurred in August 2026. Revenue from the Côte d'Ivoire assets for the three months ended September 30, 2026 was $27.8 million, reflecting total sales volumes of 328 MBbls at an average realized sales price of $84.94 per Bbl. No crude oil sales were recorded during the three months ended September 30, 2025, as production remained suspended while the FPSO Baobab Ivoirien underwent refurbishment. At September 30, 2026, Côte d'Ivoire's share of crude oil inventory was approximately 156 MBbls.

Canada

Prior to the Canada Assets Divestment, crude produced in Canada was normally sold through pipelines to a third party. During the three months ended September 30, 2025, the Company's Canadian segment reported revenues of $4.0 million from sales volumes of 155 MBoe, reflecting an average realized sales price of $26.13 per Boe.

*Production expense*s increased by $15.1 million, or approximately 51%, for the three months ended September 30, 2026 to $45.0 million from $29.9 million for the same period in the prior year. The increase was primarily attributable to higher production expenses in our Gabon, Egypt and Côte d'Ivoire segments due to higher chemical and fuel costs, partially offset by lower production expenses resulting from the Canada Assets Divestment and the change in oil inventory adjustments in Gabon and Côte d'Ivoire. Production expenses associated with unsold crude oil inventory are capitalized and included in inventory, and are subsequently expensed when oil inventory is sold. On a per barrel basis, production expense, excluding workover expense and stock compensation expense, for the three months ended September 30, 2026 increased to $26.44 per barrel from $25.23 per barrel for the three months ended September 30, 2025.

Exploration expense for the three months ended September 30, 2026 was $4.8 million and was primarily related drilling activities in Gabon. Exploration expense for the three months ended September 30, 2025 was $0.4 million, consisting primarily of costs incurred for the acquisition of additional seismic data for Block 705 in Côte d'Ivoire and for exploration activities related to the Niosi and Guduma blocks in Gabon.

Depreciation, depletion and amortization costs increased by $22.8 million, or approximately 111%, for the three months ended September 30, 2026 to $43.4 million from $20.6 million during the same period in 2025. The increase in depreciation, depletion and amortization expense is primarily related to the higher sales volumes in Gabon and Côte d'Ivoire, partially offset by a decrease in depletable costs as a result of the Canada Assets Divestment.
General and administrative expenses increased by $0.2 million, or 2%, for the three months ended September 30, 2026 to $9.0 million from $8.8 million during the same period in 2025. The increase in general and administrative expenses was primarily a result of higher legal and professional fees.

Credit losses and other remained relatively consistent for the three months ended September 30, 2026 compared to the same period in 2025 and primarily reflected allowance charges associated with joint venture partners and other receivables.

Commodity derivative instruments gain (loss), net is attributable to our collars, puts and swaps as discussed in Part I, Item 1, Note 7. Derivatives to the unaudited condensed consolidated financial statements. During the three months ended

September 30, 2026, we recognized a net derivative loss on commodity derivative contracts of $57.0 million compared to a net derivative loss of $1.1 million during the same period in 2025. The increase in net derivative loss was primarily attributable to increases in Dated Brent crude oil prices relative to the applicable strike prices of our derivative instruments, as well as increased derivative positions entered into during the current year compared to the prior year. Our derivative instruments currently cover a portion of our oil production through December 2027.

Interest expense, net was $5.6 million for the three months ended September 30, 2026 compared to $2.3 million for the same period in 2025. The increase was primarily attributable to increased borrowings under the 2025 RBL Facility and higher amortization of debt issue costs and commitment fees, partially offset by interest income. Interest expense, net also included an unrealized gain of $0.1 million related to changes in the fair value of our interest rate derivative instrument.

Other income (expense), net was a net expense of $1.2 million for the three months ended September 30, 2026 compared to a net income of less than $0.1 million during the same period in 2025. Other income (expense), net, primarily consists of foreign currency gains and losses.

Income tax expense for the three months ended September 30, 2026 was $20.3 million, which includes a $4.1 million unfavorable oil price adjustment as a result of the change in value of the government of Gabon's allocation of Profit Oil between the time it was produced and the time it was taken in-kind. Income tax expense for the three months ended September 30, 2025 was a benefit of $3.6 million, which includes a $3.9 million favorable oil price adjustment as a result of the change in value of the government of Gabon's allocation of Profit Oil between the time it was produced and the time it was taken in-kind.

Nine Months Ended September 30, 2026 Compared to the Nine Months Ended September 30, 2025

Net loss for the nine months ended September 30, 2026 was $91.2 million compared to a net income of $17.2 million during the same period in 2025. See discussion below for changes in revenues and expenses.

Crude oil, natural gas and NGLs revenues increased $76.5 million, or approximately 29%, to $344.7 million during the nine months ended September 30, 2026 from $268.2 million during the same period in 2025. The revenue increase is primarily attributed to higher average realized sales prices per barrel, partially offset by slightly lower sales volumes.

	Nine Months Ended September 30,		
	2026	**2025**	**Increase/(Decrease)**
		(in thousands)	
Net crude oil, natural gas, and NGLs sales volume (MBoe)	**4,413**	4,662	(249)
Average crude oil, natural gas and NGLs sales price (per Boe)	**$ 76.03**	$ 57.42	$ 18.61
Average Dated Brent spot price* ($/Bbl)	**$ 93.15**	$ 71.01	$ 22.14
Net crude oil, natural gas, and NGLs revenue	**$ 344,740**	$ 268,230	$ 76,510
Operating costs and expenses:			
Production expense	**118,827**	115,070	3,757
Exploration expense	**27,273**	2,873	24,400
Depreciation, depletion and amortization	**95,838**	79,133	16,705
Loss on sale of assets	**1,243**	—	1,243
General and administrative expense	**28,518**	26,393	2,125
Credit losses and other	**1,312**	485	827
Total operating costs and expenses	**273,011**	223,954	49,057
Operating income	**71,729**	44,276	27,453
Other expense, net	**(121,466)**	(7,594)	(113,872)
Income (loss) before income taxes	**(49,737)**	36,682	(86,419)
Income tax expense	**41,418**	19,470	21,948
Net income (loss)	**$ (91,155)**	$ 17,212	$ (108,367)

* Average of daily Dated Brent spot prices posted on the U.S. Energy Information Administration website.

Crude oil, natural gas and NGLs revenues:

Gabon

Crude oil sales in Gabon are a function of the number and size of crude oil liftings in each year and thus crude oil sales do not always coincide with volumes produced in any given year. Total revenues from our Gabon segment were $187.0 million during the nine months ended September 30, 2026, an increase of $55.0 million from the $132.0 million reported during the nine months ended September 30, 2025. The increase in revenues is primarily due to the higher average realized sales price received in Gabon of $91.96 per Bbl for the nine months ended September 30, 2026 compared to $69.52 per Bbl average realized sales price received during the same period in 2025. Sales volume increased slightly to 1,934 MBbls for the nine months ended September 30, 2026 compared to 1,891 MBbls reported during the same period of 2025. Gabon's share of crude oil inventory, excluding royalty barrels, was approximately 226 MBbls and 292 MBbls at September 30, 2026 and 2025, respectively.

Egypt

Crude oil in Egypt is either sold to a third party via a cargo lifting or sold directly to the government, through EGPC. During the nine months ended September 30, 2026, all crude oil sales were made directly to EGPC. The Company's Egypt segment reported revenue of $127.6 million for the nine months ended September 30, 2026, which is $24.7 million higher

than the $102.9 million of revenue reported during the nine months ended September 30, 2025. The increase in revenues was primarily due to higher average realized sales price, which increased to $61.70 per Bbl for the nine months ended September 30, 2026 from $50.74 per Bbl during the comparable period in 2025, as well as a slight increase in sales volume to 2,068 MBbls for the nine months ended September 30, 2026 compared to 2,027 MBbls during the same period of 2025.

Côte d'Ivoire

Crude oil production from the Côte d'Ivoire assets is marketed under an agreement with an international oil trading company that markets and sells cargoes to purchasers, primarily refineries, worldwide. As previously discussed, the FPSO Baobab Ivoirien ceased production in January 2025 to undergo a planned refurbishment program, which was completed in February 2026. Following completion of the refurbishment, the FPSO Baobab Ivoirien was reconnected to field infrastructure and production resumed from all producing wells. The first crude oil lifting occurred in August 2026. Revenue from the Côte d'Ivoire assets for the nine months ended September 30, 2026 was $27.8 million, reflecting total sales volumes of 328 MBbls at an average realized sales price of $84.94 per Bbl. The Côte d'Ivoire segment reported revenues of $18.4 million during the nine months ended September 30, 2025 with total sales volumes of 238 MBbls and an average realized sales price received of $77.36 per Bbl. Côte d'Ivoire's share of crude oil inventory was approximately 156 MBbls at September 30, 2026.

Canada

Prior to the Canada Assets Divestment, crude oil production from our Canadian operations was typically sold to third parties through pipeline transportation arrangements. During the nine months ended September 30, 2026, revenues from our Canada segment reflected production sold from January 1, 2026 through the closing date of the Canada Assets Divestment. For this period, the Canada segment generated revenues of $2.3 million and reported sales volumes of 83 MBoe, with an average realized sales price of $27.04 per Boe. During the nine months ended September 30, 2025, we recorded revenues of $14.9 million on sales volumes of 506 MBoe and an average realized sales price received of $29.54 per Boe.

*Production expense*s increased $3.7 million for the nine months ended September 30, 2026 to $118.8 million from $115.1 million for the same period in the prior year. The increase in production expenses was primarily driven by higher chemical costs and fuel costs, partially offset by the change in oil inventory adjustments and decreased expenses as a result of the Canada Assets Divestment. In addition, we incurred non-recurring costs during the same period in the prior year mainly due to government audit settlements. On a per barrel basis, production expense, excluding workover expense and stock compensation expense, for the nine months ended September 30, 2026 increased to $26.91 per barrel from $24.63 per barrel for the nine months ended September 30, 2025.

Exploration expense for the nine months ended September 30, 2026 of $27.3 million included the costs of additional seismic data for the Niosi and Guduma blocks and the CI-705 block, as well as exploration costs related to drilling activities in Gabon. Exploration expense for the nine months ended September 30, 2025 was $2.9 million, attributable to the purchase of seismic data for Block 705 in Cote d'Ivoire and exploration activities related to the Niosi and Guduma blocks in Gabon.

Depreciation, depletion and amortization costs increased $16.7 million, or approximately 21%, for the nine months ended September 30, 2026 to $95.8 million from $79.1 million during the same period in 2025. The increase in depreciation, depletion and amortization expense is due primarily to the increase in sales volumes and higher depletable costs in Gabon, Egypt and Côte d'Ivoire, partially offset by the Canada Assets Divestment completed in February 2026.

Loss on asset divestment of $1.2 million for the nine months ended September 30, 2026 was attributable to the Canada Assets Divestment, which closed in February 2026.

General and administrative expenses increased $2.1 million, or 8%, for the nine months ended September 30, 2026 to $28.5 million from $26.4 million during the same period in 2025 driven largely by an increase in legal and professional service fees, which included approximately $2.2 million of non-recurring costs associated with business development activities.

Credit losses and other increased by approximately $0.8 million during the nine months ended September 30, 2026 compared to the same period in 2025 primarily due to allowance charges related to receivables from joint venture partners and other receivables.

Commodity derivative instruments loss, net is attributable to our collars, puts and swaps as discussed in Part I, Item 1, Note 7. Derivatives to the unaudited condensed consolidated financial statements. We recorded a $108.9 million net loss on derivative instruments for the nine months ended September 30, 2026, which included an unrealized loss of $46.9 million related to the change in fair value of our commodity derivative contracts primarily driven by an increase in the futures curve for forecasted commodity prices and a realized loss of $61.9 million on matured commodity derivative contracts. We recognized a net loss on derivative instruments of $0.8 million during the same period in 2025. The increase in net derivative loss was primarily attributable to increases in Dated Brent crude oil prices relative to the applicable strike prices of our derivative instruments, as well as increased derivative positions entered into during the current year compared to the prior year. Our derivative instruments currently cover a portion of our crude oil production through December 2027.

Interest expense, net for the nine months ended September 30, 2026 increased to $10.0 million compared to $6.2 million during the same period in 2025. The increase in net interest expense is primarily attributable to increased borrowings under the 2025 RBL Facility and higher amortization of debt issue costs and commitment fees, partially offset by interest income. Interest expense, net also included an unrealized gain of $0.1 million related to changes in the fair value of our interest rate derivative instrument.

Other income (expense), net was an expense of $2.6 million and $0.6 million for the nine months ended September 30, 2026 and 2025, respectively. Other income (expense), net, primarily consists of foreign currency gains and losses.

Income tax expense for the nine months ended September 30, 2026 was $41.4 million, which includes a $6.0 million unfavorable oil price adjustment as a result of the change in value of the government of Gabon's allocation of Profit Oil between the time it was produced and the time it was taken in kind. Income tax expense for the nine months ended September 30, 2025 was $19.5 million, which includes a $6.4 million favorable oil price adjustment as a result of the change in value of the government of Gabon's allocation of Profit Oil between the time it was produced and the time it was taken in kind.

ITEM 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK

MARKET RISK

We are exposed to market risk, including the effects of adverse changes in commodity prices, foreign exchange rates and interest rates as described below.

FOREIGN EXCHANGE RISK

Our results of operations and financial condition are affected by currency exchange rates. While crude oil sales are denominated in U.S. dollars, portions of our costs in Gabon are denominated in the local currency, the Central African CFA Franc (the "CFA" or "XAF"), and our VAT receivable as well as certain liabilities in Gabon are also denominated in XAF. A weakening U.S. dollar will have the effect of increasing costs while a strengthening U.S. dollar will have the effect of reducing costs. For our VAT receivable in Gabon, a strengthening U.S. dollar will have the effect of decreasing the value of this receivable resulting in foreign exchange losses, and vice versa. The Gabon local currency is tied to the Euro. The exchange rate between the Euro and the U.S. dollar has historically fluctuated in response to international political conditions, general economic conditions and other factors beyond our control. As of September 30, 2026, we had net monetary liabilities of $112.0 million (XAF $64.8 billion) denominated in XAF. At September 30, 2026, we estimate that a 10% weakening of the CFA relative to the U.S. dollar would result in a $10.2 million reduction in the value of these net liabilities. For the nine months ended September 30, 2026, we had expenditures of approximately $58.8 million net to Vaalco, denominated in XAF.

We are also exposed to foreign currency exchange risk on cash balances denominated in Egyptian pounds. Some collections of accounts receivable from the Egyptian Government are received in Egyptian pounds, and while we are generally able to use the Egyptian pounds received on accounts payable denominated in Egyptian pounds, there remains foreign currency exchange risk exposure on Egyptian pound cash balances. At September 30, 2026, we estimate that a 10% increase in the value of the Egyptian pound against the U.S. dollar would increase the U.S. dollar value of net liabilities for the nine months ended September 30, 2026 by $4.4 million. Conversely, a 10% decrease in the value of the Egyptian pound against the U.S. dollar would decrease the U.S. dollar value of net liabilities for the nine months ended September 30, 2026 by $3.6 million.

In Côte d'Ivoire, although our revenues and most expenditures are denominated in U.S. dollars, fluctuations in local currency exchange rates may indirectly affect the cost of services, labor, and materials incurred by the operator on our behalf.

We maintain nominal balances of British Pounds Sterling to pay in-country costs incurred in operating our London office. Foreign exchange risk on these funds is not considered material.

We do not utilize derivative instruments to manage foreign exchange risk.

COUNTERPARTY RISK

We are exposed to market risk on our open derivative instruments related to potential nonperformance by our counterparties. To mitigate this risk, we enter into such derivative contracts with creditworthy financial institutions deemed by management as competent and competitive market makers.

COMMODITY PRICE RISK

Our major market risk exposure continues to be the prices received for our crude oil, natural gas and NGLs production. Sales prices are primarily driven by the prevailing market prices applicable to our production. Market prices for crude oil, natural gas and NGLs have been volatile and unpredictable in recent years, and this volatility may continue. Sustained low crude oil, natural gas and NGLs prices or a resumption of the decreases in crude oil, natural gas and NGLs prices could

have a material adverse effect on our financial condition, the carrying value of our proved reserves, our undeveloped leasehold interests and our ability to borrow funds and to obtain additional capital on attractive terms.

At September 30, 2026, the Company had open commodity derivative contracts covering our anticipated future production as follows:

Settlement Period	Index	Total volumes (Bbls)	Weighted average floor price ($/Bbl)	Weighted average ceiling price ($/Bbl)
Crude oil:				
Collars	Dated Brent			
2026				
October 2026 to December 2026		1,144,500	$ 71.88	$ 96.05
2027				
January 2027 to March 2027		733,000	$ 64.70	$ 75.09
April 2027 to June 2027		744,000	$ 69.54	$ 87.61
July 2027 to September 2027		405,000	$ 67.72	$ 89.06
October 2027 to December 2027		175,000	$ 70.00	$ 84.51

Settlement Period	Index	Total volumes (Bbls)	Weighted average strike price ($/Bbl)	Premium ($/Bbl)	Total premium ($)
Crude oil:					
Puts	Dated Brent				
July 2027 to September 2027		60,000	$ 65.00	$ 5.20	$ 312,000

The table below presents commodity derivative contracts entered into subsequent to September 30, 2026.

Settlement Period	Index	Total volumes (Bbls)	Weighted average floor price ($/Bbl)	Weighted average ceiling price ($/Bbl)
Crude oil:				
Collars	Dated Brent			
October 2027 to December 2027		114,000	$ 70.00	$ 98.46

Oil and gas properties are assessed for impairment annually as well as whenever events or changes in circumstances indicate that a property's carrying amount may not be recoverable. If the carrying amount exceeds the estimated undiscounted future cash flows, the Company would estimate the fair value of its properties and record an impairment charge for any excess of the carrying amount of the properties over the estimated fair value of the properties. Factors used to estimate fair value may include estimates of proved and probable reserves, estimated future commodity prices, future production estimates, and anticipated capital and operating expenditures, using a commensurate discount rate. Unfavorable changes in any of these assumptions could result in a reduction in undiscounted future cash flows and could indicate property impairment. Uncertainties related to the primary assumptions could affect the timing of an impairment. In most cases, the assumption that generates the most variability in undiscounted future net cash flows is future oil and gas prices. We observed volatility in commodity prices during the nine months ended September 30, 2026; however, no triggering events were identified and therefore no impairment was recorded at September 30, 2026.

If crude oil sales were to remain constant at the sales volumes for the nine months ended September 30, 2026, a $5 per Bbl decrease in crude oil price would decrease our revenues and operating income or increase our operating loss for the same period as follows:

	Nine Months Ended September 30, 2026		
	Sales Volumes (MBoe)	Decrease in Revenues (In Millions)	Decrease in Operating Income (Increase in Operating Loss) (In Millions)
Gabon	1,934	$ 9.7	$ 8.7
Egypt	2,068	$ 10.3	$ 6.1
Côte d'Ivoire	328	$ 1.6	$ 0.9
Canada	83	$ 0.4	$ 0.3
Consolidated	4,413		

With respect to our crude oil sales in Gabon, Egypt and Côte d'Ivoire, the prices received are based on Dated Brent prices plus or minus a differential. With respect to our crude oil and NGLs sales in Canada, prior to the Canada Assets Divestment, the prices received were based on NYMEX WTI (West Texas Intermediate) prices plus or minus a differential. Natural gas sales are/were based on the Canadian index price whose price is based, in part, on the NYMEX Henry Hub Natural Gas futures contracts. Egypt production is based on Dated Brent prices, less a quality differential and is shared with the Egyptian government. When the price of oil increases, it takes fewer barrels to recover costs (cost oil or cost recovery barrels) which are assigned 100% to the Company.

Exploration and production activities of our assets in Gabon, Egypt, Côte d'Ivoire, and Equatorial Guinea are generally governed by PSCs. The PSCs provide for cost recovery per quarter up to a maximum percentage of total production. Timing differences often exist between Vaalco's recognition of costs and their recovery as Vaalco accounts for costs on an accrual basis, whereas cost recovery is determined on a cash basis. If the eligible cost recovery is less than the maximum defined cost recovery, the difference is defined as "excess". Production sharing splits are set in each contract for the life of the contract. Typically, the government's share of Profit Oil increases when production exceeds pre-set production levels in the respective contracts. During times of high oil prices, the Company may receive less cost oil and may receive more profit-sharing oil. During times of lower oil prices, the Company receives more cost oil and may receive less Profit Oil.

INTEREST RATE RISK

The Company is exposed to interest rate risk through borrowings under its 2025 RBL Facility, which bear interest at variable rates based on Term SOFR plus an applicable margin. As of September 30, 2026, outstanding borrowings under the facility were approximately $239.0 million. Assuming all other variables remain constant, a hypothetical 100 basis point increase or decrease in SOFR would increase or decrease annual interest expense by approximately $2.4 million.

On August 17, 2026, the Company entered into a forward-starting zero-cost interest rate collar with a $50.0 million notional amount to manage a portion of its exposure to variability in SOFR-based interest payments. The collar became effective on October 26, 2026 and therefore is not reflected in the sensitivity analysis above. The Company had no interest rate derivative instruments outstanding as of December 31, 2025.

Settlement Period	Notional Amount	Cap Rate (%)	Floor Rate (%)
Collar			
October 2026 to October 2027	$ 50,000	4.63 %	3.75 %

ITEM 4. CONTROLS AND PROCEDURES
EVALUATION OF DISCLOSURE CONTROLS AND PROCEDURES

We maintain disclosure controls and procedures that are designed to provide reasonable assurance that information required to be disclosed by us in the reports we file or submit under the Exchange Act is recorded, processed, summarized and reported within the time periods specified in the SEC's rules and forms, and that such information is accumulated and communicated to our management, including our principal executive officer ("CEO") and principal financial officer ("CFO"), to allow timely decisions regarding required disclosure. In designing and evaluating our disclosure controls and procedures, management recognizes that any controls and procedures, no matter how well designed and operated, can

provide only reasonable assurance of achieving the desired control objectives, and management was required to apply its judgment in evaluating and implementing possible controls and procedures. Our management, including our CEO and CFO, has evaluated the effectiveness of our disclosure controls and procedures pursuant to Rules 13a-15(e) and 15d-15(e) under the Exchange Act, as of the end of the period covered by this report. Based on their evaluation as of September 30, 2026, our CEO and CFO have concluded that our disclosure controls and procedures were effective.

CHANGES IN INTERNAL CONTROL OVER FINANCIAL REPORTING

There have been no changes in our internal control over financial reporting during the three months ended September 30, 2026 that have materially affected, or are reasonably likely to materially affect, our internal control over financial reporting.

PART II. OTHER INFORMATION

ITEM 1. LEGAL PROCEEDINGS

We are subject to litigation claims and governmental and regulatory proceedings arising in the ordinary course of business. While we cannot predict the occurrence or outcome of these proceedings with certainty, it is management's opinion that all claims and litigation we are currently involved in are not likely to have a material adverse effect on our unaudited condensed consolidated financial position, cash flows or results of operations.

ITEM 1A. RISK FACTORS

Our business faces many risks. Any of the risks discussed elsewhere in this Quarterly Report and our other SEC filings could have a material impact on our business, financial position or results of operations. Additional risks and uncertainties not presently known to us or that we currently believe to be immaterial may also impair our business operations.

For a discussion of our potential risks and uncertainties, see the information in Item 1A. "Risk Factors" in our 2025 Form 10-K. There have been no material changes in our risk factors from those described in our 2025 Form 10-K.

ITEM 2. UNREGISTERED SALES OF EQUITY SECURITIES AND USE OF PROCEEDS

There were no sales of unregistered securities during the three months ended September 30, 2026 that were not previously reported on a Current Report on Form 8-K.

ITEM 5. OTHER INFORMATION

10b5-1 Trading Arrangements

During the three months ended September 30, 2026, none of the Company's directors or officers (as defined in Rule 16a-1(f) of the Exchange Act) adopted, terminated or modified a Rule 10b5-1 trading arrangement or non-Rule 10b5-1 trading arrangement (as such terms are defined in Item 408 of Regulation S-K of the Exchange Act).

ITEM 6. EXHIBITS

(a) **Exhibits**

3.1	Restated Certificate of Incorporation as amended through May 7, 2014 (filed as Exhibit 3.1 to the Company's Quarterly Report on Form 10-Q filed on November 10, 2014 and incorporated herein by reference).
3.1.1	Certificate of Amendment to Restated Certificate of Incorporation of VAALCO, dated October 13, 2022 (filed as Exhibit 3.1 to the Company's Current Report on Form 8-K filed on October 13, 2022 and incorporated herein by reference).
3.2	Third Amended and Restated Bylaws, dated July 30, 2020 (filed as Exhibit 3.1 to the Company's Current Report on Form 8-K filed on August 4, 2020 and incorporated herein by reference).
3.3	Certificate of Elimination of Series A Junior Participating Preferred Stock of VAALCO Energy, Inc., dated as of December 22, 2015 (filed as Exhibit 3.2 to the Company's Current Report on Form 8-K filed on December 23, 2015, and incorporated herein by reference).
31.1(a)	Sarbanes-Oxley Section 302 certification of Principal Executive Officer.
31.2(a)	Sarbanes-Oxley Section 302 certification of Principal Financial Officer.
32.1(b)	Sarbanes-Oxley Section 906 certification of Principal Executive Officer.
32.2(b)	Sarbanes-Oxley Section 906 certification of Principal Financial Officer.
101.INS(a)	Inline XBRL Instance Document.
101.SCH(a)	Inline XBRL Taxonomy Schema Document.
101.CAL(a)	Inline XBRL Calculation Linkbase Document.
101.DEF(a)	Inline XBRL Definition Linkbase Document.
101.LAB(a)	Inline XBRL Label Linkbase Document.
101.PRE(a)	Inline XBRL Presentation Linkbase Document.
104	Cover Page Interactive Data File (Formatted as Inline XBRL and contained in Exhibit 101).

(a) Filed herewith
(b) Furnished herewith
*Management contract or compensatory plan or arrangement

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

VAALCO ENERGY, INC.
(Registrant)

By: /s/ Ronald Bain

Ronald Bain
Chief Financial Officer
(Duly authorized officer and Principal Financial Officer)

Dated: November 9, 2026

EXHIBIT 31.1

CERTIFICATION OF PRINCIPAL FINANCIAL EXECUTIVE OFFICER
PURSUANT TO
EXCHANGE ACT RULES 13a-14(a) AND 15d-14(a),
AS ADOPTED PURSUANT TO
SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002

I, George W.M. Maxwell, certify that:

(1) I have reviewed this quarterly report on Form 10-Q of VAALCO Energy, Inc.;

(2) Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;

(3) Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

(4) The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

(a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

(b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

(c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

(d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

(5) The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):

(a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

(b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: November 9, 2026

/s/ George W.M. Maxwell

George W.M. Maxwell
Chief Executive Officer

EXHIBIT 31.2

CERTIFICATION OF PRINCIPAL FINANCIAL OFFICER
PURSUANT TO
EXCHANGE ACT RULES 13a-14(a) AND 15d-14(a),
AS ADOPTED PURSUANT TO
SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002

I, Ronald Bain, certify that:

(1) I have reviewed this quarterly report on Form 10-Q of VAALCO Energy, Inc.;

(2) Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;

(3) Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

(4) The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

(a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

(b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

(c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

(d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

(5) The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):

(a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

(b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: November 9, 2026

/s/ Ronald Bain

Ronald Bain

Chief Financial Officer

EXHIBIT 32.1

CERTIFICATION OF PRINCIPAL EXECUTIVE OFFICER
PURSUANT TO
18 U.S.C. SECTION 1350,
AS ADOPTED PURSUANT TO
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

In connection with the Quarterly Report of VAALCO Energy, Inc. (the "Company") on Form 10-Q for the quarterly period ended September 30, 2026 as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, George W.M. Maxwell, Chief Executive Officer of the Company, certify, pursuant to 18 U.S.C. § 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that to my knowledge:

(1) The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934, as amended; and

(2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Dated: November 9, 2026

/s/ George W.M. Maxwell

George W.M. Maxwell, Chief Executive Officer

EXHIBIT 32.2

CERTIFICATION OF PRINCIPAL FINANCIAL OFFICER
PURSUANT TO
18 U.S.C. SECTION 1350,
AS ADOPTED PURSUANT TO
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

In connection with the Quarterly Report of VAALCO Energy, Inc. (the "Company") on Form 10-Q for the quarterly period ended September 30, 2026, as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, Ronald Bain, Chief Financial Officer of the Company, certify, pursuant to 18 U.S.C. § 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that to my knowledge:

(1) The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities and Exchange Act of 1934, as amended; and

(2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Dated: November 9, 2026

/s/ Ronald Bain

Ronald Bain, Chief Financial Officer