

Bonterra Energy Corp. Announces Increase to Previously Announced Brokered Private Placement Debt Financing

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CALGARY, Oct. 21, 2021 - [Bonterra Energy Corp.](#) (www.bonterraenergy.com) (TSX: BNE) ("Bonterra" or the "Company") is pleased to announce an increase to its previously announced \$5 million follow on brokered private placement debt financing (the "Follow On Offering") to an aggregate of \$7.5 million of units (the "Units"). Each Unit will be comprised of one senior unsecured debenture with a face value of \$1,000 (each a "Debenture") which will bear interest at 9.0% per annum and have a four-year term plus 56 common share purchase warrants (the "Warrants"), with each Warrant exercisable to acquire one common share (a "Common Share") of Bonterra at a price of \$7.75 per Common Share for a period of four years from October 20, 2021.

Paradigm Capital Inc. and Peters & Co. Limited are acting as co-lead agents on the Follow-On Offering.

The Company intends to use the net proceeds of the Follow On Offering primarily to pay down existing bank debt and for general corporate purposes.

The Units issuable pursuant to the Follow On Offering will be offered by way of private placement exemptions from the prospectus requirements under National Instrument 45-106 - Prospectus Exemptions in each of the provinces in Canada and in the United States pursuant to exemptions from the registration requirements of the United States Securities Act of 1933, as amended, and in accordance with applicable laws and subject to applicable regulatory hold periods.

About Bonterra

[Bonterra Energy Corp.](#) is a conventional oil and gas corporation with operations in Alberta, Saskatchewan and British Columbia, focused on its strategy of long-term, sustainable growth and value creation for shareholders. The Company's shares are listed on The Toronto Stock Exchange under the symbol "BNE".

Forward Looking Information

Certain statements contained in this release include statements which contain words such as "anticipate", "could", "should", "expect", "seek", "may", "intend", "likely", "will", "believe" and similar expressions, relating to matters that are not historical facts, and such statements of our beliefs, intentions and expectations about development, results and events which will or may occur in the future, constitute "forward-looking information" within the meaning of applicable Canadian securities legislation and are based on certain assumptions and analysis made by us derived from our experience and perceptions. Forward-looking information in this release includes, but is not limited to: the size, and expected use of net proceeds, of the Follow-On Offering.

All such forward-looking information is based on certain assumptions and analyses made by us in light of our experience and perception of historical trends, current conditions and expected future developments, as well as other factors we believe are appropriate in the circumstances. The risks, uncertainties, and assumptions are difficult to predict and may affect operations, and may include, without limitation: foreign exchange fluctuations; equipment and labour shortages and inflationary costs; general economic conditions; industry conditions; changes in applicable environmental, taxation and other laws and regulations as well as how

such laws and regulations are interpreted and enforced; the ability of oil and natural gas companies to raise capital or maintain its syndicated bank facility; the effect of weather conditions on operations and facilities; the existence of operating risks; volatility of oil and natural gas prices; oil and gas product supply and demand; risks inherent in the ability to generate sufficient cash flow from operations to meet current and future obligations; increased competition; stock market volatility; opportunities available to or pursued by us; and other factors, many of which are beyond our control.

Actual results, performance or achievements could differ materially from those expressed in, or implied by, this forward-looking information and, accordingly, no assurance can be given that any of the events anticipated by the forward-looking information will transpire or occur, or if any of them do, what benefits will be derived there from. Except as required by law, Bonterra disclaims any intention or obligation to update or revise any forward-looking information, whether as a result of new information, future events or otherwise.

The forward-looking information contained herein is expressly qualified by this cautionary statement.

Numerical Amounts

~~Content~~ Reporting and the functional currency of the Company is the Canadian dollar.

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~~The TSX does not accept responsibility for the accuracy of this release.~~

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