

Closing Date: November 4, 2015 1:00 P.M. Winnipeg, Manitoba



PUBLIC OFFERING OF CROWN OIL AND GAS RIGHTS

The undersigned will receive offers to purchase oil and gas leases as described in **SCHEDULE A**, up to 1:00 P.M. (Manitoba official time) on the 4th day of November, 2015.

Each offer must be enclosed in a separately sealed envelope with "Lease Offer – November 4, 2015" clearly indicated on the outside of the envelope, and be accompanied, where applicable, by the following:

- a) The cash bid of the bidder;
- b) Rent for each lease for the first year at the rate of \$3.50 per hectare;
- c) An application fee of \$400.00 per lease;
- d) Method of payment (electronic transfer of funds company account);
- e) The full name and address for service of the party the agreement is to be issued to;
- f) Where the agreement is to be issued in undivided interests, each interest should be clearly indicated;
- g) The G.S.T. Registration Number for each party wishing to have an interest in the agreement.

The bonus, rental and fee must be submitted by electronic funds transfer. All authorizations for electronic funds transfer must be filed with the Branch on an approved form (Attachment No. 1) as set forth in Informational Notice 09-02 (enclosed). It is the company's responsibility to ensure that relevant account information remains current. A company may cancel this authorization at any time by written notice to the Petroleum Registrar. **Authorizations for the November 4, 2015 sale must be received no later than October 7, 2015. Bank drafts and certified cheques will not be accepted**, unless the bidder has been granted special prior exemption by the Petroleum Registrar.

The bidder is responsible for having sufficient funds in its account on sale day to cover all bids, rentals and fees. If the Branch is notified by the bank that insufficient funds are available, the parcel(s) will be awarded to the next highest bidder. Manitoba reserves the right to refuse future bids and/or posting requests by that bidder.

The bidder may request that consideration be given on another parcel or parcels, if an offer on one or more parcels is not successful, provided that the intent and order of choice is clearly stated and provided that alternative offers are for specific amounts. Any offer received contrary to these conditions or the regulation, will not be considered.

All offers should be mailed to:

Petroleum Registrar
Manitoba Mineral Resources
Petroleum Branch
1395 Ellice Avenue, Suite 360
Winnipeg Manitoba R3G 3P2

or handed to any person acting for the Registrar at the office of the Petroleum Branch, 1395 Ellice Avenue, Suite 360, Winnipeg, Manitoba.

Leases granted shall be subject to the applicable Acts and Regulations in force from time to time.

Manitoba reserves the right to reject any or all offers received and to refund to the person making an offer any funds received from them.

Printed sale results will be provided, when available, to all parties participating in the sale and to other parties upon request. Sale results may be obtained by contacting Angela Hiebert, Crown Oil & Gas Rights Clerk at (204) 945-6578 or through our home page on the internet at www.gov.mb.ca/iem/petroleum.

Dated at Winnipeg, Manitoba this 30th day of September, 2015.

The Petroleum Branch is committed to providing quality service to all its clients. If you have any comments regarding the Manitoba Crown Land Tenure System and administrative policies related to the Crown Disposition Regulation, please contact the undersigned at the address noted above, or by telephone at (204) 945-8102 and fax at (204) 945-0586.



Dan Surzyshyn
Petroleum Registrar

Schedule A
Oil and Gas Leases
November 4, 2015

Parcel No.	Section	Township	Range	Meridian	Hectares
A1	* Lsd. 15 of 29 Below Base of Lower Amaranth	1	28	WPM	16
A2	* NW¼ of 29 Below Base of Lower Amaranth	1	28	WPM	64
A3	* Lsd. 4 of 16	2	25	WPM	16
A4	* W½ of 6	2	27	WPM	128
A5	NE¼ of 10	2	28	WPM	64
A6	N½ of 11	2	28	WPM	128
A7	* NW¼ of 18 Below Base of Lower Amaranth	2	28	WPM	64
A8	* SE¼ of 11 Below Base of Lower Amaranth	2	29	WPM	64
A9	* NE¼ of 22 Below Base of Lower Amaranth	2	29	WPM	64
A10	* Lsd. 2 of 22 Below Base of Mission Canyon	2	29	WPM	16
A11	* Lsd.'s 1, 7 & 8 of 22 Below Base of Lower Amaranth	2	29	WPM	48
A12	* Lsd.'s 11, 13 & 14 of 22 Below Base of Lower Amaranth	2	29	WPM	48
A13	NE¼ of 26 Below Base of Lower Amaranth	2	29	WPM	64
A14	* Lsd.'s 1, 2 & 8 of 28 Below Base of Lower Amaranth	2	29	WPM	48

Schedule A
Oil and Gas Leases
November 4, 2015

Parcel No.	Section	Township	Range	Meridian	Hectares
A15	* Lsd.'s 3 & 4 of 28 Below Base of Lower Amaranth	2	29	WPM	32
A16	* Lsd.'s 5, 6, 7, 10 & 15 of 28	2	29	WPM	80
A17	* Lsd.'s 9 & 16 of 28 Below Base of Lower Amaranth	2	29	WPM	32
A18	* SE¼ of 24	4	24	WPM	64
A19	NW¼ of 32	6	22	WPM	64
A20	* NW¼ of 18	9	23	WPM	64
A21	* NW¼ of 6	9	27	WPM	64
A22	NE¼ of 16 Below Base of Lodgepole	9	28	WPM	64
A23	Lsd. 1 of 24 Below Base of Lodgepole	9	28	WPM	16
A24	Lsd. 8 of 24	9	28	WPM	16
A25	Lsd. 5 of 28 Below Base of Lodgepole	9	28	WPM	16
A26	Lsd. 14 of 28 Below Base of Lodgepole	9	28	WPM	16
A27	* Lsd. 14 of 36	9	28	WPM	16

* Refer to Addendum

Schedule A
Oil and Gas Leases
November 4, 2015

Parcel No.	Section	Township	Range	Meridian	Hectares
A28	NE¼ of 29	10	21	WPM	64
A29	NE¼ of 28	12	19	WPM	64
A30	SE¼ of 18	12	21	WPM	64
A31	* SE¼ of 6	12	27	WPM	64
A32	N½ of 10	12	28	WPM	128

* Refer to Addendum

ADDENDUM TO
PUBLIC OFFERING OF
CROWN OIL AND GAS RIGHTS

November 4, 2015

Parcels A1 and A21

These parcels are under private surface ownership and are adjacent to areas containing Loggerhead Shrike. To avoid an adverse impact to this species of conservation concern, restrictions may be placed on drilling and production operations in these areas.

Parcel A2

This parcel is under private surface ownership in an area containing Loggerhead Shrike and adjacent to areas containing Chestnut-collared Longspur. To avoid an adverse impact to these species of conservation concern, restrictions may be placed on drilling and production operations in this area.

Parcel A3

This parcel is under private surface ownership in an area containing Burrowing Owl and Chestnut-collared Longspur. To avoid an adverse impact to these species of conservation concern, restrictions may be placed on drilling and production operations in this area.

Parcel A4

This parcel is under private surface ownership and is adjacent to areas containing Chestnut-collared Longspur. To avoid an adverse impact to this species of conservation concern, restrictions may be placed on drilling and production operations in this area.

Parcel A7

This parcel is under private surface ownership in an area containing Barn Swallow and Bobolink. To avoid an adverse impact to these species of conservation concern, restrictions may be placed on drilling and production operations in this area.

Parcel A8

This parcel has been identified as a Critical Habitat target area for protection and falls in the Southwestern Manitoba Mixed-Grass Prairie Important Bird Area. This parcel contains intact native mixed-grass prairie habitat important for supporting species at risk that are protected under the federal *Species at Risk Act* and the *Manitoba Endangered Species Act*. This parcel contains Chestnut-collared Longspur, Baird's Sparrow, Sharp-tailed Grouse Lek and is adjacent to areas containing the Great Plains Toad, Ferruginous Hawk and Loggerhead Shrike. No surface access will be permitted for any purpose, including seismic testing, the drilling of temporary or permanent wells or any other disturbance. Prior to any activity in this parcel, the holder will be required to obtain the approval of the Director of Western Region, Manitoba Conservation and the Director of Petroleum, Manitoba Mineral Resources of a development plan. Activities will be permitted only if they fully comply with an approved development plan.

Parcel A9

This parcel is under private surface ownership in an area containing Loggerhead Shrike, Baird's Sparrow, Chestnut-collared Longspur and adjacent to areas containing Burrowing Owl and Bobolink. To avoid an adverse impact to these species of conservation concern, restrictions may be placed on drilling and production operations in this area.

Parcel A10 and A11

These parcels are under private surface ownership and are adjacent to areas containing Chestnut-collared Longspur, Loggerhead Shrike, Baird's Sparrow and Burrowing Owl. To avoid an adverse impact to these species of conservation concern, restrictions may be placed on drilling and production operations in these areas.

Parcel A12

This parcel is under private surface ownership in an area containing Chestnut-collared Longspur, Loggerhead Shrike, Baird's Sparrow and Burrowing Owl. To avoid an adverse impact to these species of conservation concern, restrictions may be placed on drilling and production operations in this area.

Parcel A14

This parcel is under private surface ownership in an area containing Ferruginous Hawk and Loggerhead Shrike. To avoid an adverse impact to these species of conservation concern, restrictions may be placed on drilling and production operations in this area.

Parcels A15, A16 and A17

These parcels are under private surface ownership and are adjacent to areas containing Ferruginous Hawk and Loggerhead Shrike. To avoid an adverse impact to these species of conservation concern, restrictions may be placed on drilling and production operations in these areas.

Parcel A18

This parcel is under private surface ownership and is adjacent to areas containing Baird's Sparrow, Chestnut-collared Longspur and Burrowing Owl. To avoid an adverse impact to these species of conservation concern, restrictions may be placed on drilling and production operations in this area.

Parcels A20 and A21

These parcels are under private surface ownership and are owned by or under Conservation Agreement held by Manitoba Habitat Heritage Corporation.

Parcel A27

This parcel is under private surface ownership and is adjacent to areas containing Sprague's Pipit and Bobolink. To avoid an adverse impact to these species of conservation concern, restrictions may be placed on drilling and production operations in this area.

Parcel 31

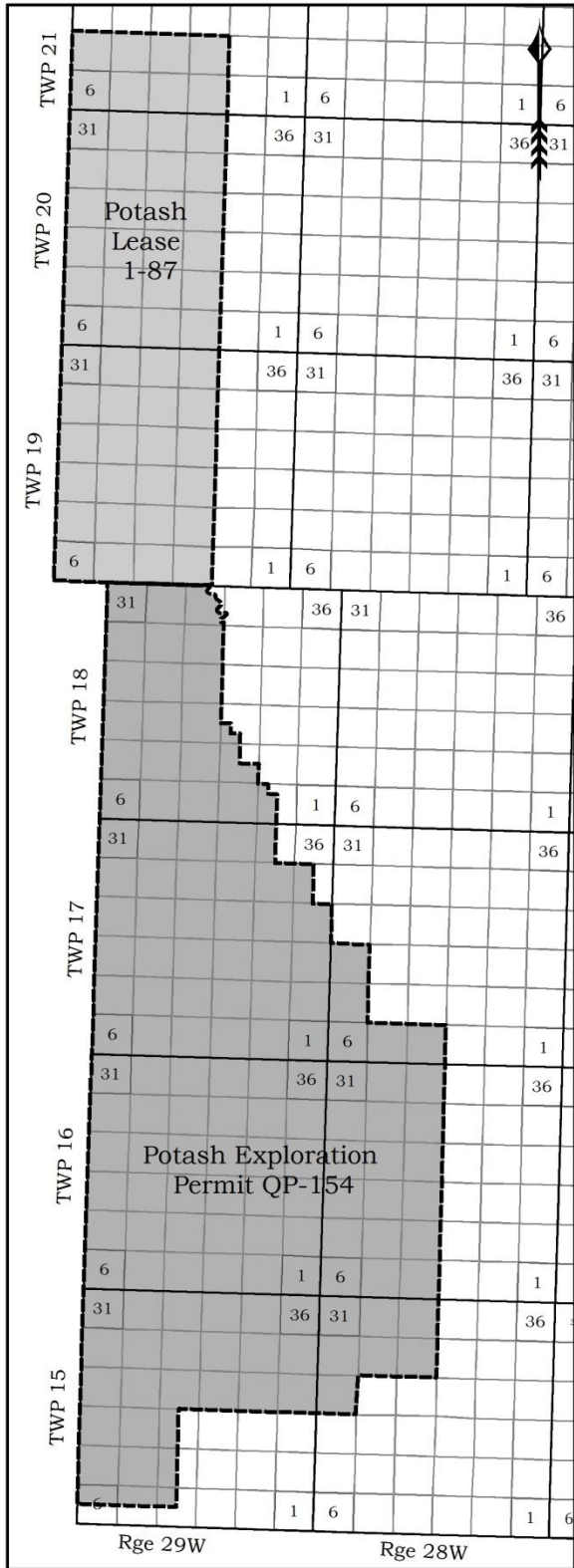
This parcel is under private surface ownership in an area containing Bobolink. To avoid an adverse impact to this species of conservation concern, restrictions may be placed on drilling and production operations in this area.

The above parcels may be owned by conservation agencies or under Conservation Agreements.

Lease Holders are advised to contact the Manitoba Conservation Data Centre to determine if setbacks or other mitigation measures are required.

For further information regarding the above noted parcels, please contact:

Mr. Keith Lowdon, Director
Petroleum Branch
Mineral Resources
Ph: (204) 945-6574



Withdrawal of Crown Oil and Gas Rights From Disposition

Information Notice 05-02,
 October 13, 2005

Potash Disposition Withdrawals

-  Potash Disposition Area
-  Potash Lease
-  Potash Exploration Permit

Date: 30 September 2014
 Scale: 1:250,000
 Projection: UTM NAD83, Zone 14
 Cartography: Tim Davis, Petroleum Branch



Innovation, Energy and Mines

Petroleum Branch
360-1395 Ellice Ave, Winnipeg MB R3G 3P2
T 204-945-6577 F 204-945-0586
www.manitoba.ca

INFORMATIONAL NOTICE 09-02

MAY 7, 2009

**Mandatory Electronic Fund Transfer at
Manitoba Public Offerings of Crown Oil and Gas Lease Rights**

On August 23, 1995, the Petroleum Branch introduced electronic transfer of funds for payment of bonuses, rentals and fees submitted with bid offerings at Manitoba Public Offerings of Crown Oil and Gas Lease Rights. This initiative has been very well received by industry and has resulted in a significant reduction in administrative activities for both industry and Branch staff.

To streamline Crown oil and gas procedures, effective with the August 13, 1997 sale, the Petroleum Branch requires mandatory payment of bonuses, rentals and fees be submitted with bid offerings by Electronic fund transfer. Bank drafts or certified cheques are not acceptable unless the bidder has been granted special exemption by the Petroleum Registrar.

All authorizations for electronic funds transfer must be filed with the Branch on an approved form (Attachment No. 1). The authorization should be prepared on company letterhead, witnessed or executed under seal and submitted to the Branch not less than five weeks prior to the date of the sale.

An authorization provided to the Branch does not have to be renewed for each sale. However, it is the company's responsibility to ensure that relevant account information remains current. A company may cancel this authorization at any time by written notice to the Petroleum Registrar.

On sale day, once the successful bids are determined, the total amount owing by the company (any bonus, rental or fee) will be electronically withdrawn from the company's account.

The bidder is responsible for having sufficient funds in its account on sale day to cover all its bids, rentals and fees. If we are notified by the bank that insufficient funds are available, the parcel(s) will be awarded to the next highest bidder. The Department reserves the right to refuse future bids and/or posting requests by that bidder.

If you have any questions or comments in this regard, please contact the Petroleum Registrar at least one week prior to the sale date.

Keith Lowdon
Director

ATTACHMENT NO. 1

(COMPANY LETTERHEAD)

Date:

Phone:

Mineral Resources
Petroleum Branch
360 - 1395 Ellice Avenue
Winnipeg, MB R3G 3P2

Attention: **Mr. Keith Lowdon**
Director of Petroleum

Dear Sir:

Re: Remittance for Crown Oil and Gas Rights

Please accept this document as authority for Manitoba Mineral Resources to debit our bank account on the understanding that any such debit will only be used to facilitate the payment by (name of company) for successful bids for Crown oil and gas rights. The debit will be limited to the amount of said successful bids, including any bonus, fees and applicable rent. The treatment of each payment shall be the same as if (name of company) had issued a cheque authorizing the bank to pay the amount indicated from our account.

It is further understood and agreed that (name of company) will have recourse to Mineral Resources for the recovery of debits made by the Department for purposes that have not been authorized by this document.

This authorization may be canceled by (name of company) at any time by written notice to the Department.

Your receipt of this authorization constitutes delivery by us.

Dated: _____

(Name of company)

(Corporate Seal)

Per: _____
Treasurer, Comptroller or Director or Manager of Finance,
or similar authority. The signatory should have some
responsibility for financial or banking matters in the company.

Account Name:

Account No.:

Bank:

Branch:

Address:

Bank Transit No.:



Mineral Resources

Petroleum Branch
360-1395 Ellice Ave, Winnipeg MB R3G 3P2
T 204-945-6577 F 204-945-0586
www.manitoba.ca

INFORMATIONAL NOTICE 14-02

March 18, 2014

**SCHEDULE OF PUBLIC OFFERINGS OF MANITOBA
CROWN OIL AND GAS RIGHTS - 2015**

The Department of Mineral Resources has scheduled four Public Offerings of Crown Oil and Gas Rights in 2015.

The sale dates and corresponding closing dates prior to which the Department will entertain requests to have rights posted are:

<u>Sale Date</u>	<u>Closing Date for Posting</u>
February 11, 2015	November 7, 2014
May 13, 2015	February 13, 2015
August 12, 2015	May 15, 2015
November 4, 2015	August 14, 2015

Posting requests must be in writing, indicate the form of disposition requested and be received at the office of the Petroleum Branch, Winnipeg, Manitoba on or before the respective closing date shown above.

Sale Notices, listing the parcels offered and outlining sale procedures together with any special terms and conditions are available **5 weeks prior to the Sale Date** and will be:

1. E-mailed to all parties on the mailing list maintained by the Petroleum Branch; and,
2. Posted on the Department's internet site located at www.gov.mb.ca/iem/petroleum.

Keith Lowdon,
Director

Cette information existe également en français.



Mineral Resources

Petroleum Branch
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T 204-945-6577 F 204-945-0586
www.manitoba.ca

INFORMATIONAL NOTICE 15-01

March 19, 2015

SCHEDULE OF PUBLIC OFFERINGS OF MANITOBA
CROWN OIL AND GAS RIGHTS - 2016

The Department of Mineral Resources has scheduled four Public Offerings of Crown Oil and Gas Rights in 2016.

The sale dates and corresponding closing dates prior to which the Department will entertain requests to have rights posted are:

<u>Sale Date</u>	<u>Closing Date for Posting</u>
February 10, 2016	November 6, 2015
May 11, 2016	February 12, 2016
August 10, 2016	May 13, 2016
November 9, 2016	August 12, 2016

Posting requests must be in writing, indicate the form of disposition requested and be received at the office of the Petroleum Branch, Winnipeg, Manitoba on or before the respective closing date shown above.

Sale Notices, listing the parcels offered and outlining sale procedures together with any special terms and conditions are available **5 weeks prior to the Sale Date** and will be:

3. E-mailed to all parties on the mailing list maintained by the Petroleum Branch; and,
4. Posted on the Department's internet site located at www.gov.mb.ca/iem/petroleum.

Keith Lowdon,
Director

Cette information existe également en français.