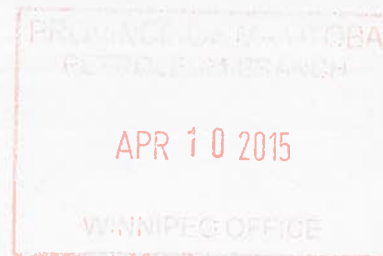




# TUNDRA OIL & GAS PARTNERSHIP

1700 - One Lombard Place, Winnipeg, MB R3B 0X3  
TEL: (204) 934-5850 FAX: (204) 934-5820



April 7, 2015

Dear Mineral Owners:

Re: Sinclair Unit No. 3  
Correction to Unit Agreement "Unitized Zone" Definition

Please find the enclosed definition page to be inserted and replace the current definition page in the Sinclair Unit No. 3 Unit Agreement.


The reason for this change is to correct a recently recognized deficiency in the preceding definition for the Unitized Zone.

This correction will have no effect on your tract factor ownership or royalty payments.

If you have any questions or concerns please feel free to contact me at 403-767-1391 or by email at [daniel.foster@tundraoilandgas.com](mailto:daniel.foster@tundraoilandgas.com).

Sincerely,

**TUNDRA OIL & GAS PARTNERSHIP**  
by its Managing Partner  
Tundra Oil & Gas Limited

*for:*   
Daniel Foster  
Area Landman

Enclosure

Affiliate of JAMES RICHARDSON & SONS, LIMITED Established 1857

FIELD OFFICE: 295 - 3rd Avenue, Box 1960, Virden, MB R0M 2C0 TEL: (204) 748-3095 FAX: (204) 748-1007  
CALGARY OFFICE: Suite 1000 - 715 5th Avenue SW, Calgary, AB T2P 2X6 TEL: (403) 261-1876 FAX: (403) 261-1042

**UNIT AGREEMENT**  
**SINCLAIR UNIT NO. 3**

WHEREAS the Parties own Royalty Interests and Working Interests, or either of them, in the Unitized Zone;  
AND WHEREAS the Parties desire that the Unitized Zone be developed, produced and operated as a Unit, as hereinafter provided;

NOW THEREFORE in consideration of the covenants herein contained, the Parties agree as follows:

**ARTICLE I: DEFINITIONS**

**101. Definitions**

In this agreement:

- (a) "Crown" means Her Majesty the Queen in Right of the Province of Manitoba
- (b) "Effective Date" means the time and date referred to in Article XIV;
- (c) "Lease" means an instrument granting a Working Interest in any lands in the Unit Area;
- (d) "Outside Substances" means any substances initially obtained from any source other than the Unitized Zone or any Unitized Substances with respect to which royalty has been paid;
- (e) "Party" means a person who is bound by this Agreement;
- (f) "Petroleum Branch" means the Department of Science, Technology, Energy and Mines, Petroleum Branch established under The Oil and Gas Act;
- (g) "Petroleum Substances" means petroleum, natural gas and related hydrocarbons (except coal) and all substances whether gaseous, liquid or solid, which are produced in association therewith, or any of them;
- (h) "Royalty Interest" means
  - i) an ownership, fee simple, or similar estate in Petroleum Substances in the Unitized Zone, or
  - ii) a right to a share of Petroleum Substances produced from the Unitized Zone, to a share of the proceeds from the sale of such Petroleum Substances, or to a payment based on the quantity or value of such Petroleum Substances, but does not include a Working interest, the interest of a purchaser or such Petroleum Substances after production, or a mortgage, charge or like interest granted as security in a financial transaction;
- (i) "Royalty Owner" means a Party owning a Royalty Interest in or in respect of Unitized Substances;
- (j) "Spacing Unit" means the area allocated to a well by the Petroleum Branch with respect to the Unitized Zone for the purpose of drilling for or producing Petroleum Substances;
- (k) "Tract" means a parcel of land described and given a Tract number in Exhibit "A" and shown outlined on Exhibit "B";
- (l) "Tract Participation" means the Participation percentage allocated to a Tract pursuant to Article VI and set forth in Exhibit "A";
- (m) "Unit Area" means the lands described in Exhibit "A" and shown outlined on Exhibit "B"
- (n) "Unit Operations" means any operations or activities undertaken in connection with the Unitized Zone, the production or handling of Unitized Substances or the installation, operation, maintenance or removal of equipment or facilities, insofar as such operations or activities have been authorized or provided for under this agreement or the Unit Operating Agreement
- (o) "Unit Operator" means Tundra Oil & Gas Partnership;
- (p) "Unitized Zone" means the Bakken Three Forks zone underlying the lands within the Unit Area as same is shown on the Neutron-Density Log of the Sinclair Unit No. 3 Prov. 4-11-8-29 WPM well between the intervals of 953.3 mKB and 972.6 mKB;
- (q) "Unitized Substances" means Petroleum Substances in or obtained from the Unitized Zone;