

September 23, 2011

WORKING INTEREST OWNERS
DALY UNIT NO. 3
(Addressee List Attached)



Dear Sir/Madam:

Re: Revision to Schedule "A" & Schedule "B" Effective August 1, 2011
ARC Resources Ltd. to ARC Resources General Partnership
PLAN FOR UNIT OPERATION GOVERNING THE UNITIZED MANAGEMENT,
OPERATION AND FURTHER DEVELOPMENT OF DALY UNIT NO. 3, AS AMENDED
(the "Agreement")
Our File No: UN000359

Please find the attached revisions to Schedule "A" and Schedule "B" to the Agreement to reflect the following transaction:

Effective January 1, 2011, ARC Resources Ltd assigned its entire and undivided interest in the Daly Unit No. 3 to ARC Resources General Partnership; schedules revised effective August 1, 2011.

Appropriate documentation to support this transaction is held on file.

If you require further information please contact the undersigned at (403) 693-5096.

Yours truly,

ENERPLUS PARTNERSHIP,
by its managing partner, **Enerplus Corporation**

A black rectangular redaction box covering the signature area.

for Karen Hicks
Sr. Joint Interest Contract Analyst

Enclosures

cc: Manitoba Industry, Economic Development and Mines

ENERPLUS CORPORATION
The Dome Tower, Suite 3000
333 - 7th Avenue SW
Calgary, Alberta T2P 2Z1

T. 403-298-2200 F. 403-298-2211
www.enerplus.com

**WORKING INTEREST OWNER ADDRESSEE LIST
DALY UNIT NO. 3**

ARC Resources General Partnership
1200, 308 - 4th Avenue S.W.
Calgary, Alberta T2P 0H7

Attention: Stephanie Fiedler

Penn West Petroleum
200, 207 – 9th Avenue SW
Calgary AB T2P 1K3

Attention: Dennis Killips

Enerplus Partnership
3000, 333 - 7th Avenue SW
Calgary AB T2P 2Z1

Attention: Joan Simpson

SCHEDULE "A"
TRACT NUMBERS AND THE PRIMA FACIE WORKING INTEREST OWNERS
OF THE TRACTS IN DALY UNIT NO. 3

AS OF AUGUST 1, 2011

| Tract Number | Working Interest Owner | Percentage Working Interest Ownership |
|--------------|-----------------------------------|---------------------------------------|
| 13-16 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 4-7 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 5-1 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 10-1 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 11-1 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 12-1 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 13-1 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 14-1 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 16-1 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 5-2 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 7-2 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 8-2 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 9-2 | ARC Resources General Partnership | 100 |
| 10-2 | ARC Resources General Partnership | 100 |
| 12-2 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 13-2 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 14-2 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 15-2 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |

| Tract Number | Working Interest Owner | Percentage Working Interest Ownership |
|--------------|------------------------|---------------------------------------|
| 16-2 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 9-10 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 10-10 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 16-10 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 1-11 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 2-11 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 3-11 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 4-11 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 5-11 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 6-11 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 7-11 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 8-11 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 9-11 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 10-11 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 11-11 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 12-11 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 13-11 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 14-11 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 15-11 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 16-11 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 1-12 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |

| Tract Number | Working Interest Owner | Percentage Working Interest Ownership |
|-------------------------|-----------------------------------|--|
| 2-12 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 3-12 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 4-12 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 5-12 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 6-12 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 7-12 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 8-12 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 9-12 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 10-12 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 11-12 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 12-12 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 13-12 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 14-12 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 15-12 | ARC Resources General Partnership | 100 |
| 16-12 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 1-13 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 2-13 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 3-13 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 4-13 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 5-13 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 6-13 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |

| Tract Number | Working Interest Owner | Percentage Working Interest Ownership |
|--------------|------------------------|---------------------------------------|
| 7-13 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 10-13 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 11-13 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 12-13 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 13-13 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 14-13 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 15-13 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 2-14 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 3-14 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 4-14 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 5-14 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 6-14 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 8-14 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 12-14 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 1-23 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 8-23 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 9-23 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 2-24 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |
| 7-24 | Enerplus Partnership | 60 |
| | Penn West Petroleum | 40 |

Effective August 1, 2011

SCHEDULE "B"
PRIMA FACIE WORKING INTEREST OWNERS AND THEIR PARTICIPATING INTERESTS
IN DALY UNIT NO. 3

| <u>Working Interest Owner</u> | <u>Unit Participation %</u> |
|--|-----------------------------|
| Enerplus Partnership | 56.772702 |
| Penn West Petroleum | 37.848468 |
| ARC Resources General Partnership | <u>5.378830</u> |
| | 100 |

Effective August 1, 2011