

January 15, 2013

WORKING INTEREST OWNERS
VIRDEN-ROSELEA UNIT NO. 1
(Addressee List Attached)



Dear Sir/Madam:

Re: Corrections to Schedule "A", Revisions 24, 25, 26 and 27
Revision # 28 to Schedules "A" & "B" Effective January 1, 2013
PLAN FOR UNIT OPERATION GOVERNING THE UNITIZED MANAGEMENT, OPERATION AND
FURTHER DEVELOPMENT OF VIRDEN-ROSELEA UNIT NO. 1
As Amended (the "Agreement")
Our File No: UN000364

Enclosed please find the following Revisions:

Schedule "A" – Corrections were made to Tract 12-25 on Revisions 24, 25, 26 and 27 to remove Enerplus Commercial Trust and replace it with Enerplus Partnership. Revision effective dates will remain unchanged.

Please note that Revision No. 28 to Schedules "A" and "B" that were sent to partners under cover letter dated December 20, 2012 have been rescinded and replaced with the enclosed revisions.

Please find attached Revision No. 28 to Schedule "A" and Schedule "B" to the subject Agreement to reflect the following changes:

Effective September 1, 2012, Enerplus Partnership assigned its entire interest in the subject Unit to Corex Resources Ltd. Schedules are revised effective January 1, 2013.

Also included in this revision is a correction to a working interest owner name from North West Exploration Company Ltd. to North West Exploration Co. Ltd.

Appropriate documentation to support these changes are held on file.

If you require further information please contact the undersigned at (403) 298-8840 or vpilson@enerplus.com.

Yours truly,

ENERPLUS PARTNERSHIP,
by its managing partner, Enerplus Corporation



Val Pilson
Joint Interest Analyst
Enclosures

cc: Manitoba Industry, Economic Development and Mines

updated

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
VIRDEN ROSELEA UNIT NO. 1**

ARC Resources General Partnership
1200, 308 – 4th Avenue SW
Calgary AB T2P 0H7

Attention: Stephanie Fiedler

Berwick Minerals Limited
5308 Lakeshore Road
Kelowna, BC V1W 4J3

Attention: Lawrence Bintner

Gem Oil Inc.
Box 1111
Regina SK S4P 3B2

Attention: Shaun Spelliscy

K&N Oil Developments
300, 2080 Broad Street
Regina SK S4P 1Y3

Attention: Mr. A.A. Niesner

North West Exploration Co. Ltd.
c/o 1903 Louisiana Avenue
Ottawa ON K1H 6T7

Attention: Ms. Jean Bye

Crescent Point Resources Partnership
2800, 111 – 5th Avenue SW
Calgary, Alberta T2P 3Y6

Attention: Paul Tyson

Corex Resources Ltd.
2600, 520 - 5th Avenue SW
Calgary AB T2P 3R7

Attention: David McGuinness

Cenovus Energy Inc.
421 – 7th Avenue S.W.
PO Box 766
Calgary, AB T2P 0M5

Attention: JI Department – Royalty Owner

VIRDEN-ROSELEA UNIT NO. 1

SCHEDULE "A"

TRACT NUMBERS AND THE PRIMA FACIE WORKING INTEREST OWNERS OF THE TRACTS IN THE VIRDEN-ROSELEA UNIT NO. 1

<u>Tract Number</u>	<u>Working Interest Owner</u>	<u>Percentage Working Interest Ownership</u>
9A-19	ARC Resources General Partnership.	50
	Corex Resources Ltd.	50
13-19	ARC Resources General Partnership.	50
	Corex Resources Ltd.	50
16-19	ARC Resources General Partnership.	50
	Corex Resources Ltd.	50
8-20	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
9-20	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
10-20	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
11-20	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
12-20	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
13-20	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
14-20	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
15-20	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
16-20	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
5-21	Corex Resources Ltd.	58.5
	Crescent Point Resources Partnership	39.0
	Berwick Minerals Limited	2.5
6-21	Corex Resources Ltd.	58.92
	Crescent Point Resources Partnership	39.28
	Berwick Minerals Limited	1.8
7-21	Corex Resources Ltd.	58.68
	Crescent Point Resources Partnership	39.12
	Berwick Minerals Limited	2.2
10-21	Corex Resources Ltd.	58.92
	Crescent Point Resources Partnership	39.28
	Berwick Minerals Limited	1.8

<u>Tract Number</u>	<u>Working Interest Owner</u>	<u>Percentage Working Interest Ownership</u>
11-21	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
12-21	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
13-21	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
14-21	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
15-21	Corex Resources Ltd.	59.1
	Crescent Point Resources Partnership	39.4
	Berwick Minerals Limited	1.5
2-28	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
3-28	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
4-28	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
5-28	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
1-29	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
2-29	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
3-29	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
4-29	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
5-29	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
6-29	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
7-29	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
8-29	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
10-29	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
11-29	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
12-29	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
1-30	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40

<u>Tract Number</u>	<u>Working Interest Owner</u>	<u>Percentage Working Interest Ownership</u>
2-30	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
3-30	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
4-30	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
5-30	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
6-30	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
7-30	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
8-30	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
9-30	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
10-30	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
11-30	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
12-30	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
15-30	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
9-23	Corex Resources Ltd.	88.5
	Crescent Point Resources Partnership	10.0
	North West Exploration Co. Ltd.	1.5
10-23	Corex Resources Ltd.	88.5
	Crescent Point Resources Partnership	10.0
	North West Exploration Co. Ltd.	1.5
11-23	Corex Resources Ltd.	98.5
	North West Exploration Co. Ltd.	1.5
12-23	Corex Resources Ltd.	100
13-23	Corex Resources Ltd.	98.5
	North West Exploration Co. Ltd.	1.5
14-23	Corex Resources Ltd.	98.5
	North West Exploration Co. Ltd.	1.5
15-23	Corex Resources Ltd.	88.5
	Crescent Point Resources Partnership	10.0
	North West Exploration Co. Ltd.	1.5
16-23	Corex Resources Ltd.	100
9-24	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40

<u>Tract Number</u>	<u>Working Interest Owner</u>	<u>Percentage Working Interest Ownership</u>
10-24	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
11-24	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
12-24	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
13-24	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
14-24	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
15-24	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
16-24	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
1-25	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
2-25	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
3-25	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
4-25	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
5-25	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
6-25	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
7-25	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
8-25	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
9-25	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
10-25	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
11-25	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
12-25	Enerplus Partnership	60
	Crescent Point Resources Partnership	40
13-25	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
14-25	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
15-25	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40

<u>Tract Number</u>	<u>Working Interest Owner</u>	<u>Percentage Working Interest Ownership</u>
16-25	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
1-26	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
3-26	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
4-26	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
6-26	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
7-26	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
8-26	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
9-26	ARC Resources General Partnership.	40
	Corex Resources Ltd.	36
	Crescent Point Resources Partnership	24
10-26	ARC Resources General Partnership.	40
	Corex Resources Ltd.	36
	Crescent Point Resources Partnership	24
15-26	ARC Resources General Partnership.	40
	Corex Resources Ltd.	36
	Crescent Point Resources Partnership	24
16-26	ARC Resources General Partnership.	40
	Corex Resources Ltd.	36
	Crescent Point Resources Partnership	24
1-36	K&N Oil Developments	100
2-36	Gem Oil Inc.	100

Revision No. 28
Effective: January 1, 2013

VIRDEN-ROSELEA UNIT NO.1

SCHEDULE "B"

PRIMA FACIE WORKING INTEREST OWNERS AND THEIR FINAL PARTICIPATING INTEREST IN THE VIRDEN-ROSELEA UNIT NO. 1

<u>Working Interest Owner</u>	<u>Final Participating Interest (%)</u>
Corex Resources Ltd.	63.289793870/
Crescent Point Resources Partnership	34.509738660
ARC Resources General Partnership	1.719964870/
K&N Oil Developments	0.279600670/
North West Exploration Co. Ltd.	0.087818950/
Gem Oil Inc.	0.059066940/
Berwick Minerals Limited	0.054016040/
 TOTAL	 <u>100.000000000</u>

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