

March 12, 2012

**WORKING INTEREST OWNERS**  
**VIRDEN-ROSELEA UNIT NO. 2**  
(Addressee List Attached)

Dear Sir/Madam:

**Re: PLAN FOR UNIT OPERATION GOVERNING THE UNITIZED  
MANAGEMENT, OPERATION AND FURTHER DEVELOPMENT OF  
VIRDEN-ROSELEA UNIT NO. 2, AS AMENDED (the "Agreement")**  
**Our File No: UN000365**

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Please find enclosed, revisions to Schedule "A" and Schedule "B" to the subject Agreement.

Effective October 1, 2011, Penn West Petroleum assigned its entire interest in the Unit to Crescent Point Resources Partnership. Schedules are revised effective February 1, 2012.

Appropriate documentation to support this transaction is held on file.

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

**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](http://www.enerplus.com)

**WORKING INTEREST ADDRESSEE LIST  
VIRDEN ROSELEA UNIT NO. 2**

ARC Resources General Partnership.  
1200, 308 – 4<sup>th</sup> Avenue SW  
Calgary AB T2P 0H7

**Attention: Stephanie Fiedler**

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

**Attention: Paul Tyson**

Gem Oil Inc.  
Box 1111  
Regina SK S4P 3B2

**Attention: Shaun Spelliscy**

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

**Attention: Adam Niesner Jr.**

Enerplus Partnership  
3000, 333 - 7<sup>th</sup> Avenue SW  
Calgary AB T2P 2Z1

**Attention: Joan Simpson**

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

**Attention: JI Department – Royalty Owner**

## **VIRDEN-ROSELEA UNIT NO. 2**

### **SCHEDULE "A"**

#### **TRACT NUMBERS AND THE PRIMA FACIE WORKING INTEREST OWNERS OF THE TRACTS IN THE VIRDEN-ROSELEA UNIT NO. 2**

<b><u>Tract Number</u></b>	<b><u>Working Interest Owner</u></b>	<b><u>Percentage Working Interest Ownership</u></b>
8-1	Enerplus Partnership	30
	Crescent Point Resources Partnership	20
	ARC Resources General Partnership	50
9-1	Enerplus Partnership	60
	Crescent Point Resources Partnership	40
10-1	Enerplus Partnership	60
	Crescent Point Resources Partnership	40
15-1	Enerplus Partnership	60
	Crescent Point Resources Partnership	40
16-1	Enerplus Partnership	60
	Crescent Point Resources Partnership	40
4-5	Enerplus Partnership	60
	Crescent Point Resources Partnership	40
5-5	Enerplus Partnership	60
	Crescent Point Resources Partnership	40
7-5	Enerplus Partnership	60
	Crescent Point Resources Partnership	40
9-5	Enerplus Partnership	60
	Crescent Point Resources Partnership	40
10-5	Enerplus Partnership	60
	Crescent Point Resources Partnership	40
11-5	Enerplus Partnership	60
	Crescent Point Resources Partnership	40
12-5	Enerplus Partnership	60
	Crescent Point Resources Partnership	40
13-5	Enerplus Partnership	60
	Crescent Point Resources Partnership	40

Effective: February 1, 2012

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

<u>Tract Number</u>	<u>Working Interest Owner</u>	<u>Percentage Working Interest Ownership</u>
15-6	Enerplus Partnership	60
	Crescent Point Resources Partnership	40
16-6	Enerplus Partnership	60
	Crescent Point Resources Partnership	40
1-7	ARC Resources General Partnership	100
2-7	ARC Resources General Partnership	100
3-7	ARC Resources General Partnership	100
4-7	ARC Resources General Partnership	100
5-7	ARC Resources General Partnership	50
	Enerplus Partnership	30
	Crescent Point Resources Partnership	20
6-7	ARC Resources General Partnership	50
	Enerplus Partnership	30
	Crescent Point Resources Partnership	20
3-8	Enerplus Partnership	60
	Crescent Point Resources Partnership	40
4-8	Enerplus Partnership	60
	Crescent Point Resources Partnership	40
1-12	Enerplus Partnership	60
	Crescent Point Resources Partnership	40
2-12	Enerplus Partnership	60
	Crescent Point Resources Partnership	40
7-12	Enerplus Partnership	30
	Crescent Point Resources Partnership	20
	ARC Resources General Partnership	50
8-12	Enerplus Partnership	30
	Crescent Point Resources Partnership	20
	ARC Resources General Partnership	50
5-31	ARC Resources General Partnership	100
12-31	ARC Resources General Partnership	100
13-31	ARC Resources General Partnership	100
6-36	ARC Resources General Partnership	100

<u>Tract Number</u>	<u>Working Interest Owner</u>	<u>Percentage Working Interest Ownership</u>
7-36	Adam Niesner & Andrew Krattenthaler (K & N Oil Development)	100
8-36	Adam Niesner & Andrew Krattenthaler (K & N Oil Development)	100
9-36	Enerplus Partnership Crescent Point Resources Partnership	60 40
10-36	Enerplus Partnership Crescent Point Resources Partnership	60 40
11-36	Gem Oil Inc.	100
12-36	Gem Oil Inc.	100
14-36	Enerplus Partnership Crescent Point Resources Partnership	60 40
15-36	Enerplus Partnership Crescent Point Resources Partnership	60 40
16-36	Enerplus Partnership Crescent Point Resources Partnership	60 40

## **VIRDEN-ROSELEA UNIT NO. 2**

### **SCHEDULE "B"**

#### **PRIMA FACIE WORKING INTEREST OWNERS AND THEIR FINAL PARTICIPATING INTEREST IN THE VIRDEN-ROSELEA UNIT NO. 2**

<b><u>Working Interest Owner</u></b>	<b><u>Final Participating Interest (%)</u></b>
Enerplus Partnership	48.216876
Crescent Point Resources Partnership	32.144584
K&N Oil Development	2.261750
Gem Oil Inc.	3.675470
ARC Resources General Partnership	<u>13.701320</u>
	<u>100.000000</u>

Effective: February 1, 2012