

Suite 200, Penn West Plaza
207 - 9th Avenue SW
Calgary, Alberta, Canada T2P 1K3
403.777.2500 tel

www.pennwest.com

PROVINCE OF MANITOBA
PETROLEUM BRANCH

JUL 06 2015

WINNIPEG OFFICE

June 26, 2015

Penn West File No.: U00152

Working Interest Owners
WASKADA UNIT NO. 1

WASKADA UNIT NO. 1 (The "Unit")
UNIT AGREEMENT AND UNIT OPERATING AGREEMENT - WASKADA UNIT NO. 1 (the "Agreement")

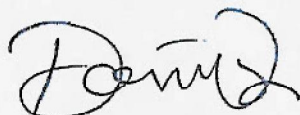
We hereby notify you that Penn West Petroleum ("Penn West") & 1647456 Alberta Ltd. ("1647456") have assigned their interest to Tundra Oil & Gas Partnership ("Tundra") effective February 01, 2015.

Enclosed are exhibit revisions and a copy of the Assignment Agreements along with counterpart execution pages for the referenced Agreements. Tundra has replaced Penn West Petroleum as Unit Operator.

Should you have any questions or concerns with respect to the above, please contact the undersigned at 403-806-3684 or via e-mail to dominique.seguin@pennwest.com.

Yours truly,

PENN WEST PETROLEUM
by its Managing Partner
PENN WEST PETROLEUM LTD.



Dominique Seguin (Yankilevich)

Joint Venture Business Analyst

Cc: Tundra Oil & Gas Partnership
Xc Energy Mines and Resources Canada
Xc Manitoba Industry, Trade and Mines

EXHIBIT "A"

Attached to and made part of an agreement entitled
"Unit Agreement - Waskada Unit No. 1"

Tract No.	Land Description	Royalty Owner	Tract Participation		Working Interest Owners & Share In Tract	Working Interest Owners Share of Tract Participation	
			Interim	Final		Interim	Final
1	Twp. 1 Rge. 25 WPM Section 30 Lsd's 11 & 12	Computershare Progress DB Progress	16.291	17.335	Tundra	16.12809 0.16291	17.335
2	Twp. 1 Rge. 25 WPM Section 30 Lsd's 3, 4, 5 & 6	Federal Crown Progress DB Progress Heritage	83.709	82.665	Tundra	83.709	82.665
			100.000	100.000		100.000	100.000

IN THIS AGREEMENT

Computershare
 Federal Crown
 Tundra
 Heritage
 Progress
 Progress DB

shall mean
 shall mean
 shall mean
 shall mean
 shall mean
 shall mean

Computershare Trust Company of Canada, Waskada Oil Group No. 2
 Minister of Natural Resources Canada on behalf of Her Majesty the Queen
 Tundra Oil & Gas Partnership
 Heritage Royalty Partnership
 Progress Energy Canada Ltd.
 Progress Deep Basin Ltd.

PennWest

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PROVINCE OF MANITOBA
PETROLEUM BRANCH

JUN 29 2015

WINNIPEG OFFICE

June 19, 2015

Penn West File No.: U00152

WORKING INTEREST OWNERS and ROYALTY INTEREST OWNERS
WASDADA UNIT NO. 1
(Addressee List Attached)

Waskada Unit No. 1 (the "Unit")
Unit Agreement and Unit Operating Agreement (the "Agreement")

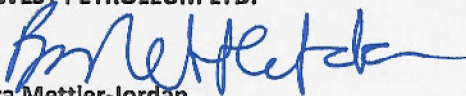
Enclosed is Exhibit "A" Revision No. 11, effective June 1, 2015. We have updated the exhibit to show current royalty ownership entities, as follows:

- Royalty interests formerly held by Cenovus Energy Inc. are now held by Heritage Royalty Partnership. Working interest ownership in the unit has not changed. Should you have any questions or concerns with respect to the above, please contact the undersigned at 403-777-2502 or via e-mail to barbara.mettler-jordan@pennwest.com.

Penn West Petroleum is the Operator of the Waskada Unit No. 1.

Yours truly,

PENN WEST PETROLEUM
By its Managing Partner
PENN WEST PETROLEUM LTD.


Barbara Mettler-Jordan
Joint Venture Administrator

Encl.

- cc Manitoba Innovation, Energy and Mines - Petroleum Branch
Attention: Paulette Seymour (only Exhibit enclosures)
- cc Public Lands, Natural Resources Canada
Attention: Domenic Pantalone (only Exhibit enclosures)

EXHIBIT "A"
Attached to and made part of an agreement entitled
"Unit Agreement - Waskada Unit No. 1"

<u>Tract No.</u>	<u>Land Description</u>	<u>Royalty Owner</u>	<u>Tract Participation</u>		<u>Working Interest Owners & Share In Tract</u>	<u>%</u>	<u>Working Interest Owners Share of Tract Participation</u>	
			<u>Interim</u>	<u>Final</u>			<u>Interim</u>	<u>Final</u>
1	Twp. 1 Rge. 25 WPM Section 30 Lsd's 11 & 12	Computershare Progress DB Progress	16.291	17.335	Penn West 1647456	99 1	16.12809 0.16291	17.335
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			100.000	100.000			100.000	100.000

IN THIS AGREEMENT

Computershare shall mean
Federal Crown shall mean
Penn West shall mean
Heritage shall mean
Progress DB shall mean
1647456 shall mean

Computershare Trust Company of Canada, Waskada Oil Group No. 2
Minister of Natural Resources Canada on behalf of Her Majesty the Queen
Penn West Petroleum
Heritage Royalty Partnership
Progress Energy Canada Ltd.
Progress Deep Basin Ltd.
1647456 Alberta Ltd.