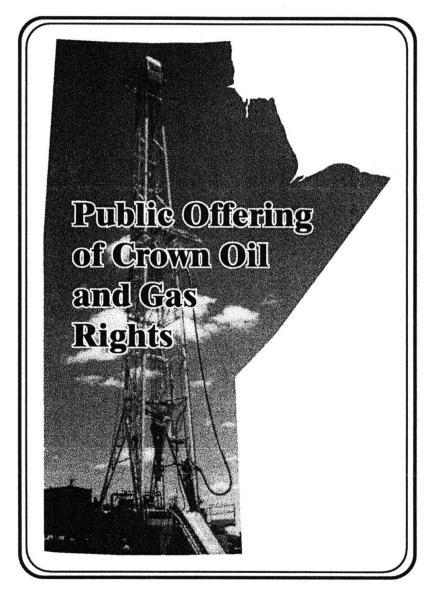
AMENDMENT



Closing Date: May 14, 2014 1:00 P.M. Winnipeg, Manitoba



AMENDMENTS TO THE PUBLIC OFFERING OF CROWN OIL AND GAS RIGHTS

May 14, 2014

The following is an amendment to the **May 14, 2014** Public Offering of Crown Oil and Gas Rights.

The amendment concerns the Addendum to parcel A3 under Schedule A (listed below).

Parcel No.	Section	Township	Range	Meridian	Hectares
A3	Ptns. N ¹ /2 and Ptn. Of SE ¹ /4 Of 27	18	29	WPM	127.479

Schedule A – Amended parcel Addendum

Parcel A3

The North Half and portions of the Southeast Quarter of this parcel are under private surface ownership with the remainder of the parcel being reviewed for protection. This parcel may be owned by conservation agencies or under Conservation Agreement. Restrictions may be placed on drilling and production operations in this area.

This parcel supports river bottom forest habitat and falls in an under-represented landscape unit with portions of the Southeast Quarter being reviewed for protection. Exploration and development activities should be carried out in a way that maintains the vital remnant habitat in the Crown Lands being targeted for protection. **Surface access to flood prone lands for the purpose of exploratory or permanent oil and gas development will not be allowed.** Prior to any activity in this parcel, the holder will be required to obtain the approval of the Director of Western Region, Manitoba Conservation and the Director of Petroleum, Manitoba Mineral Resources of a development plan. Activities will be permitted only if they fully comply with an approved development plan.

Dated the 9th day of May, 2014

Keith Lowdon Director of Petroleum