

Closing Date: May 15, 2013 1:00 P.M. Winnipeg, Manitoba



PUBLIC OFFERING OF CROWN OIL AND GAS RIGHTS

The undersigned will receive offers to purchase oil and gas leases as described in **SCHEDULE A**, up to 1:00 P.M. (Manitoba official time) on the 15th day of May, 2013.

Each offer must be enclosed in a separately sealed envelope with "Lease Offer – May 15, 2013" clearly indicated on the outside of the envelope, and be accompanied, where applicable, by the following:

- a) The cash bid of the bidder;
- b) Rent for each lease for the first year at the rate of \$3.50 per hectare;
- c) An application fee of \$400.00 per lease;
- d) Method of payment (electronic transfer of funds company account);
- e) The full name and address for service of the party the agreement is to be issued to;
- f) Where the agreement is to be issued in undivided interests, each interest should be clearly indicated;
- g) The G.S.T. Registration Number for each party wishing to have an interest in the agreement.

The bonus, rental and fee must be submitted by electronic funds transfer. All authorizations for electronic funds transfer must be filed with the Branch on an approved form (Attachment No. 1) as set forth in Informational Notice 09-02 (enclosed). It is the company's responsibility to ensure that relevant account information remains current. A company may cancel this authorization at any time by written notice to the Petroleum Registrar. **Authorizations for the May 15, 2013 sale must be received no later than April 17, 2013. Bank drafts and certified cheques will not be accepted**, unless the bidder has been granted special prior exemption by the Petroleum Registrar.

The bidder is responsible for having sufficient funds in its account on sale day to cover all bids, rentals and fees. If the Branch is notified by the bank that insufficient funds are available, the parcel(s) will be awarded to the next highest bidder. Manitoba reserves the right to refuse future bids and/or posting requests by that bidder.

The bidder may request that consideration be given on another parcel or parcels, if an offer on one or more parcels is not successful, provided that the intent and order of choice is clearly stated and provided that alternative offers are for specific amounts. Any offer received contrary to these conditions or the regulation, will not be considered.

All offers should be mailed to:

Petroleum Registrar
Manitoba Innovation, Energy and Mines
Petroleum Branch
1395 Ellice Avenue, Suite 360
Winnipeg Manitoba R3G 3P2

or handed to any person acting for the Registrar at the office of the Petroleum Branch, 1395 Ellice Avenue, Suite 360, Winnipeg, Manitoba.

Leases granted shall be subject to the applicable Acts and Regulations in force from time to time.

Manitoba reserves the right to reject any or all offers received and to refund to the person making an offer any funds received from them.

Printed sale results will be provided, when available, to all parties participating in the sale and to other parties upon request. Sale results may be obtained by contacting Angela Hiebert, Crown Oil & Gas Rights Clerk at (204) 945-6578 or through our home page on the internet at www.gov.mb.ca/iem/petroleum.

Dated at Winnipeg, Manitoba this 10th day of April, 2013.

The Petroleum Branch is committed to providing quality service to all its clients. If you have any comments regarding the Manitoba Crown Land Tenure System and administrative policies related to the Crown Disposition Regulation, please contact the undersigned at the address noted above, or by telephone at (204) 945-8102 and fax at (204) 945-0586.

Dan Surzyshyn
Petroleum Registrar

Schedule A
Oil and Gas Leases
May 15, 2013

Parcel No.	Section	Township	Range	Meridian	Hectares	
A1	NE¼ of 16	4	22	WPM	64	
A2	*	E½ of 20	4	23	WPM	128
A3	*	W½ of 20	4	23	WPM	128
A4	*	S½ of 29	4	23	WPM	128
A5	Lsd.'s 3 & 4 and SE¼ of 28	8	27	WPM	96	
A6	NE¼ of 6	12	27	WPM	64	
A7	*	SE¼ of 24	12	27	WPM	64
A8	NW¼ of 36	12	27	WPM	64	
A9	NE¼ of 11	15	29	WPM	64	
A10	SE¼ of 11	15	29	WPM	64	
A11	SW¼ of 11	15	29	WPM	64	
A12	NW¼ of 11	15	29	WPM	64	
A13	SW¼ of 12	15	29	WPM	64	
A14	NW¼ of 12	15	29	WPM	64	
A15	SE¼ of 14	15	29	WPM	64	
A16	NW¼ of 14	15	29	WPM	64	
A17	NE¼ of 22	16	28	WPM	64	
A18	*	W½ of 22	16	28	WPM	128

* Refer to Addendum

ADDENDUM TO
PUBLIC OFFERING OF
CROWN OIL AND GAS RIGHTS

May 15, 2013

Parcels A2, A3, A4 and A7

These parcels are under private surface ownership in areas that may be owned by conservation agencies or under Conservation Agreement. Special conditions may be placed on drilling and production operations in these areas.

Parcel A18

This parcel has portions under private surface ownership and contains high quality mixed grass prairie habitat. To protect the biological integrity, special conditions may be placed on drilling and production operations in this area.

Parts of this parcel are Crown land legally designated as part of the Ellice-Archie Community Pasture which is under Agriculture and Agri-Foods Canada Management.

For further information regarding the above noted parcels, please contact:

Mr. Keith Lowdon, Director
Petroleum Branch
Innovation, Energy and Mines
Ph: (204) 945-6574

INFORMATIONAL NOTICE 13-02

Amendment of Exclusive Potash Disposition Area

The Mineral Resources Division of Innovation, Energy and Mines has modified the Potash Disposition Area set out in Informational Notice 05-02 dated October 13, 2005. Schedule A shows the revised Potash Disposition Area.

Effective immediately postings will be accepted for a number of parcels formerly located in the Potash Disposition Area. These parcels are identified in the attached Schedule A as black polygons and include the following lands:

All Section 26-15-28 WPM	NW¼ & SE¼ Section 14-15-29 WPM
All Section 34-15-28 WPM	SE¼ Section 16-15-29 WPM
Ptn. SW¼ Section 2-15-29 WPM	All Section 2-16-28 WPM
SW¼ Section 4-15-29 WPM	All Section 10-16-28 WPM
SE¼ Section 6-15-29 WPM	W½, NE¼ & Ptn. SE¼ Section 22-16-28 WPM
S½ Section 10-15-29 WPM	Ptn. S½ Section 27-16-28 WPM
All Section 11-15-29 WPM	Ptn. NW¼ & Ptn. SE¼ Section 34-16-28 WPM
W½ Section 12-15-29 WPM	

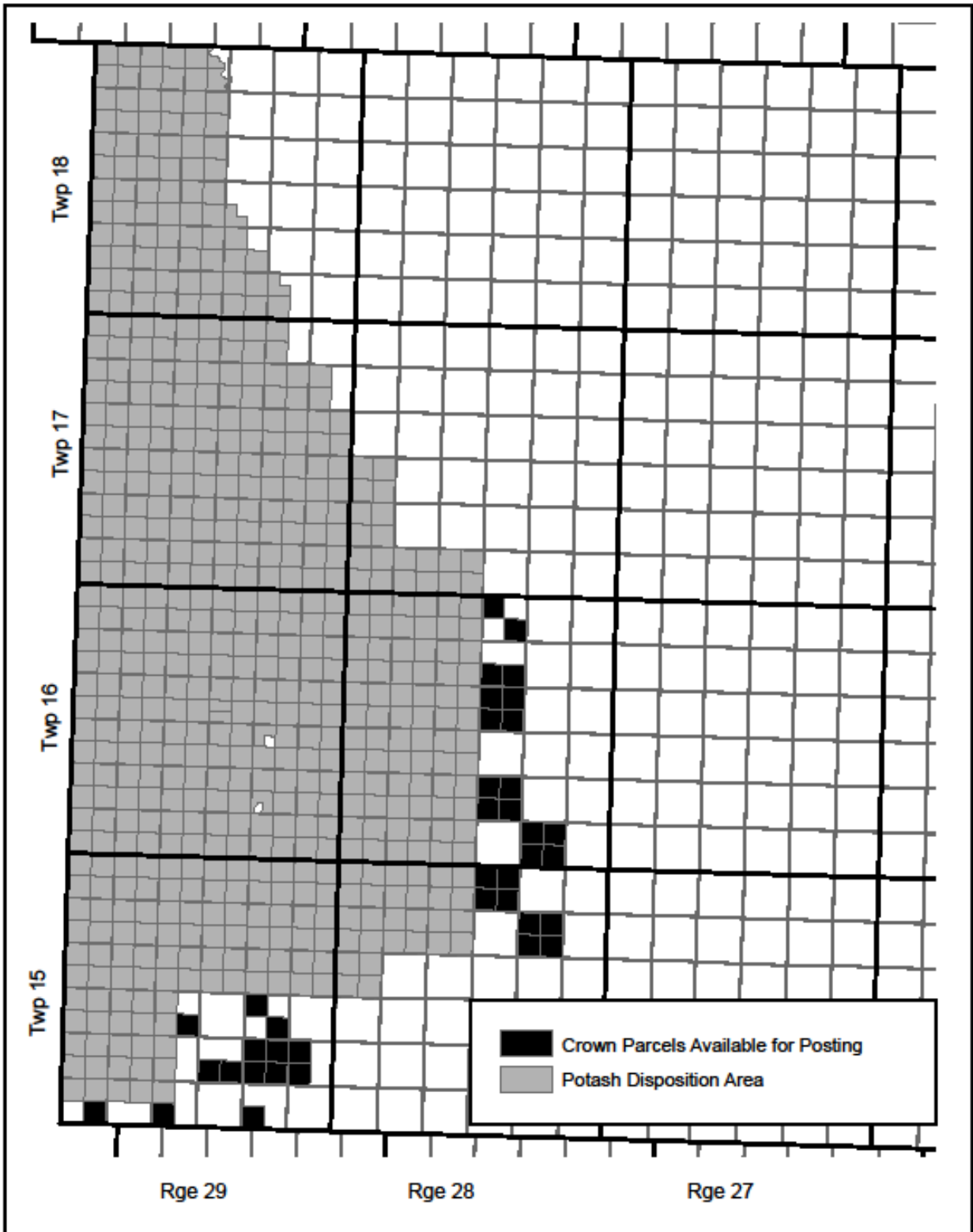
If you have any questions in respect to the posting of these parcels please contact Dan Surzyshyn, Manager of Administration at (204) 945-8102.



Keith Lowdon
 Director

Attachment

Schedule A





Innovation, Energy and Mines

Petroleum Branch
360-1395 Ellice Ave, Winnipeg MB R3G 3P2
T 204-945-6577 F 204-945-0586
www.manitoba.ca

INFORMATIONAL NOTICE 09-02

MAY 7, 2009

**Mandatory Electronic Fund Transfer at
Manitoba Public Offerings of Crown Oil and Gas Lease Rights**

On August 23, 1995, the Petroleum Branch introduced electronic transfer of funds for payment of bonuses, rentals and fees submitted with bid offerings at Manitoba Public Offerings of Crown Oil and Gas Lease Rights. This initiative has been very well received by industry and has resulted in a significant reduction in administrative activities for both industry and Branch staff.

To streamline Crown oil and gas procedures, effective with the August 13, 1997 sale, the Petroleum Branch requires mandatory payment of bonuses, rentals and fees be submitted with bid offerings by Electronic fund transfer. Bank drafts or certified cheques are not acceptable unless the bidder has been granted special exemption by the Petroleum Registrar.

All authorizations for electronic funds transfer must be filed with the Branch on an approved form (Attachment No. 1). The authorization should be prepared on company letterhead, witnessed or executed under seal and submitted to the Branch not less than five weeks prior to the date of the sale.

An authorization provided to the Branch does not have to be renewed for each sale. However, it is the company's responsibility to ensure that relevant account information remains current. A company may cancel this authorization at any time by written notice to the Petroleum Registrar.

On sale day, once the successful bids are determined, the total amount owing by the company (any bonus, rental or fee) will be electronically withdrawn from the company's account.

The bidder is responsible for having sufficient funds in its account on sale day to cover all its bids, rentals and fees. If we are notified by the bank that insufficient funds are available, the parcel(s) will be awarded to the next highest bidder. The Department reserves the right to refuse future bids and/or posting requests by that bidder.

If you have any questions or comments in this regard, please contact the Petroleum Registrar at least one week prior to the sale date.

Keith Lowdon
Director

ATTACHMENT NO. 1

(COMPANY LETTERHEAD)

Date:

Phone:

Innovation, Energy and Mines
Petroleum Branch
360 - 1395 Ellice Avenue
Winnipeg, MB R3G 3P2

Attention: **Mr. Keith Lowdon**
Director of Petroleum

Dear Sir:

Re: Remittance for Crown Oil and Gas Rights

Please accept this document as authority for Manitoba Innovation, Energy and Mines to debit our bank account on the understanding that any such debit will only be used to facilitate the payment by (name of company) for successful bids for Crown oil and gas rights. The debit will be limited to the amount of said successful bids, including any bonus, fees and applicable rent. The treatment of each payment shall be the same as if (name of company) had issued a cheque authorizing the bank to pay the amount indicated from our account.

It is further understood and agreed that (name of company) will have recourse to Innovation, Energy and Mines for the recovery of debits made by the Department for purposes that have not been authorized by this document.

This authorization may be canceled by (name of company) at any time by written notice to the Department.

Your receipt of this authorization constitutes delivery by us.

Dated: _____

(Name of company)

(Corporate Seal)

Per: _____
Treasurer, Comptroller or Director or Manager of Finance,
or similar authority. The signatory should have some
responsibility for financial or banking matters in the company.

Account Name:

Account No.:

Bank:

Branch:

Address:

Bank Transit No.:



Innovation, Energy and Mines

Petroleum Branch
360-1395 Ellice Ave, Winnipeg MB R3G 3P2
T 204-945-6577 F 204-945-0586
www.manitoba.ca

INFORMATIONAL NOTICE 12-02

April 4, 2012

SCHEDULE OF PUBLIC OFFERINGS OF MANITOBA
CROWN OIL AND GAS RIGHTS - 2013

The Department of Innovation Energy and Mines has scheduled four Public Offerings of Crown Oil and Gas Rights in 2013.

The sale dates and corresponding closing dates prior to which the Department will entertain requests to have rights posted are:

<u>Sale Date</u>	<u>Closing Date for Posting</u>
February 13, 2013	November 16, 2012
May 15, 2013	February 15, 2013
August 14, 2013	May 17, 2013
November 13, 2013	August 16, 2013

Posting requests must be in writing, indicate the form of disposition requested and be received at the office of the Petroleum Branch, Winnipeg, Manitoba on or before the respective closing date shown above. In determining the terms and conditions under which such rights shall be offered for sale preference will be given to requests containing drilling commitments indicating time limits and deepest formation to be tested.

Sale Notices, listing the parcels offered and outlining sale procedures together with any special terms and conditions are available **5 weeks prior to the Sale Date** and will be:

Mailed to all parties on the mailing list maintained by the Petroleum Branch; and,

Posted on the Department's internet site located at www.gov.mb.ca/iem/petroleum.

Keith Lowdon,
Director

Cette information existe également en français.



Innovation, Energy and Mines

Petroleum Branch
360-1395 Ellice Ave, Winnipeg MB R3G 3P2
T 204-945-6577 F 204-945-0586
www.manitoba.ca

INFORMATIONAL NOTICE 13-04

April 9, 2013

Revise

**SCHEDULE OF PUBLIC OFFERINGS OF MANITOBA
CROWN OIL AND GAS RIGHTS - 2014**

The Department of Innovation Energy and Mines has scheduled four Public Offerings of Crown Oil and Gas Rights in 2014.

The sale dates and corresponding closing dates prior to which the Department will entertain requests to have rights posted are:

<u>Sale Date</u>	<u>Closing Date for Posting</u>
February 12, 2014	November 15, 2013
May 14, 2014	February 14, 2014
August 13, 2014	May 16, 2014
November 5, 2014	August 15, 2014

Posting requests must be in writing, indicate the form of disposition requested and be received at the office of the Petroleum Branch, Winnipeg, Manitoba on or before the respective closing date shown above.

Sale Notices, listing the parcels offered and outlining sale procedures together with any special terms and conditions are available **5 weeks prior to the Sale Date** and will be:

1. E-mailed to all parties on the mailing list maintained by the Petroleum Branch; and,
2. Posted on the Department's internet site located at www.gov.mb.ca/iem/petroleum.

Keith Lowdon,
Director

Cette information existe également en français.