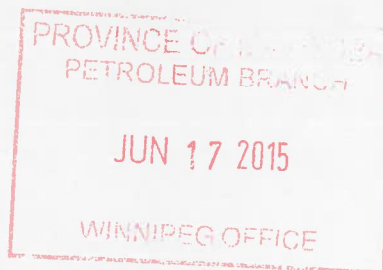




2100, 635 – 8th Avenue SW Calgary, AB T2P 3M3



June 15, 2015

Manitoba Mineral Resources  
Petroleum Branch  
360, 1395 Ellice Ave  
Winnipeg, Manitoba  
R3G 3P2

Re: Assignment of Unit Interest - Surge General Partnership to TORC Oil & Gas Ltd.  
East Manson Unit No. 1 (the "Unit")  
Unit Agreement (the "Agreement")  
Surge File: U00010

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Pursuant to a Purchase and Sale Agreement dated April 26, 2015 and made effective May 1, 2015, Surge General Partnership assigned its entire interest in the Agreement to TORC Oil & Gas Ltd.

We enclose for your records a copy of the Assignment Agreement dated June 15, 2015 between Surge General Partnership and TORC Oil & Gas Ltd. together with signed counterparts to the Agreement, executed on behalf of TORC Oil & Gas Ltd. We are also enclosing a revised Exhibit "A" effective July 1, 2015.

We trust you will find the above and enclosures to be in order. Please direct all questions or comments to Sarah Kozan by email at [skozan@torcoil.com](mailto:skozan@torcoil.com) or by phone at (403) 930-4166.

Sincerely,

**SURGE GENERAL PARTNERSHIP**  
by its managing partner Surge Energy Inc.

Margaret Elekes  
Vice President, Land

Encl.

cc: TORC Oil & Gas Ltd.

# EXHIBIT "A"

Attached to and made part of an agreement entitled - EAST MANSON UNIT NO. 1

Tract No.	Land Description	Tract Participation	WELLS	Working Interest Owner	Working Interest	Share of Tract Participation	Royalty Owner
1-29	Twp. 13, Rge. 28 W1M: Sec. 29, Lsd. 1	8.39%	102/02-29-013-28W1 102/01-28-013-28W1	TORC	100.00	100.00	Crown
2-29	Twp. 13, Rge. 28 W1M: Sec. 29, Lsd. 2	6.85%	100/02-29-013-28W1 102/02-29-013-28W1	TORC	100.00	100.00	Crown
3-29	Twp. 13, Rge. 28 W1M: Sec. 29, Lsd. 3	6.42%	100/04-29-013-28W1	TORC	100.00	100.00	Crown
4-29	Twp. 13, Rge. 28 W1M: Sec. 29, Lsd. 4	4.74%	100/04-29-013-28W1	TORC	100.00	100.00	Crown
5-29	Twp. 13, Rge. 28 W1M: Sec. 29, Lsd. 5	7.01%	100/05-29-013-28W1 102/05-29-013-28W1	TORC	100.00	100.00	Crown
6-29	Twp. 13, Rge. 28 W1M: Sec. 29, Lsd. 6	8.98%	100/05-29-013-28W1 102/05-29-013-28W1	TORC	100.00	100.00	Crown
7-29	Twp. 13, Rge. 28 W1M: Sec. 29, Lsd. 7	7.43%	100/07-29-013-28W1 102/07-29-013-28W1	TORC	100.00	100.00	Crown
8-29	Twp. 13, Rge. 28 W1M: Sec. 29, Lsd. 8	6.43%	100/07-29-013-28W1 102/07-29-013-28W1	TORC	100.00	100.00	Crown
9-29	Twp. 13, Rge. 28 W1M: Sec. 29, Lsd. 9	3.19%	100/10-29-013-28W1 102/10-29-013-28W1	TORC	100.00	100.00	Crown
10-29	Twp. 13, Rge. 28 W1M: Sec. 29, Lsd. 10	4.92%	100/10-29-013-28W1 102/10-29-013-28W1	TORC	100.00	100.00	Crown
11-29	Twp. 13, Rge. 28 W1M: Sec. 29, Lsd. 11	8.72%	100/12-29-013-28W1 102/12-29-013-28W1	TORC	100.00	100.00	Crown
12-29	Twp. 13, Rge. 28 W1M: Sec. 29, Lsd. 12	7.80%	100/12-29-013-28W1	TORC	100.00	100.00	Crown
13-29	Twp. 13, Rge. 28 W1M: Sec. 29, Lsd. 13	5.01%	100/14-29-013-28W1 100/15-29-013-28W1 102/15-30-013-28W1	TORC	100.00	100.00	Crown
14-29	Twp. 13, Rge. 28 W1M: Sec. 29, Lsd. 14	5.90%	100/14-29-013-28W1 100/15-29-013-28W1	TORC	100.00	100.00	Crown
15-29	Twp. 13, Rge. 28 W1M: Sec. 29, Lsd. 15	4.70%	100/15-29-013-28W1	TORC	100.00	100.00	Crown
16-29	Twp. 13, Rge. 28 W1M: Sec. 29, Lsd. 16	3.51%	100/15-29-013-28W1	TORC	100.00	100.00	Crown
		100.00%					

Crown = Manitoba Mineral Resources  
TORC = TORC Oil & Gas Ltd.

A-1

Exhibit Revision No. =  
Revised Exhibit Date =

2  
July 1, 2015