



File: OA-1221-006  
WID# 1747, 2026, 2073

22 December 2011

Ms. Lisa Moffat  
Completions Engineer  
Paramount Resources Ltd.  
4700 Bankers Hall West  
888 - 3rd Street SW  
Calgary, Alberta T2P 5C5

Dear Ms. Moffat:

**Approval to Alter Condition of a Well (ACW) for Paramount et al Cameron A-73, Para et al Cameron 2M-73 and Para et al Cameron 2H-03**

Thank you for the submission of the Paramount ACW applications and subsequent filings. Please find attached the approved ACW authorizations with terms and conditions. Any change or deviation from the approved programs will require the additional specific approval of the Chief Conservation Officer.

In addition, please note that the well approvals are granted under OA-1221-006 and therefore subject to the terms and conditions of that Operations Authorization.

Please notify the National Energy Board (NEB) no less than 24 hours prior to the commencement of the well operation.

Please be reminded that all oil and gas activities are to meet the requirements of the *Canada Oil and Gas Drilling and Production Regulations*, the *Oil and Gas Occupational Safety and Health Regulations* and *Canada Labour Code, Part II*.

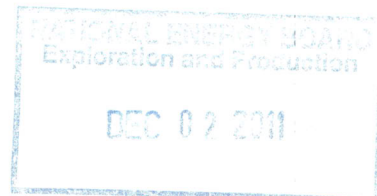
If you have any questions, please contact Saadat Javeed at 403-221-3033.

Yours truly,

John McCarthy  
Chief Conservation Officer  
Attachment

**Attachment**  
**Paramount Resources Ltd. (Paramount)**  
**Approval to Alter Condition of a Well Terms and Conditions for**  
**Paramount et al Cameron A-73, Para et al Cameron 2M-73 and Para et al Cameron 2H-03**

1. Daily reports are to be emailed to [dailyreports@neb-one.gc.ca](mailto:dailyreports@neb-one.gc.ca) or faxed daily by 8:30 am to the attention of the Chief Conservation Officer (fax number 403-292-5876). Please contact Lori Ann Sharp at 403-299-1994 should there be any difficulty in delivery of the daily reports.
2. Unless otherwise directed by the Chief Conservation Officer, Paramount shall implement or cause to be implemented all of the policies, practices, mitigative measures, recommendations and procedures for the protection of the environment included in or referred to in its application, other filings and environmental protection plan.
3. A copy of the authorization, the well approval, *Canada Oil and Gas Drilling and Production Regulations* as well as the *Oil and Gas Occupational Safety and Health Regulations* are to be kept at the well site and available on request by any person at the well site (Section 17 of the *Canada Oil and Gas Drilling and Production Regulations* and paragraph 125(1)(e) of the *Canada Labour Code*, Part II, respectively).
4. Paramount will provide an updated NEB contact list to all applicable staff and contractors for this program prior to any work or activity. Please ensure the NEB incident cell number 403-807-9473 is listed as the number to call in the event of an incident.
5. Paramount shall inform the Board of any key personnel and field personnel updates to the contact list as they become available or are changed.
6. Well completion, suspension or abandonment operations are required to meet the requirements of the *Canada Oil and Gas Drilling and Production Regulations*. Upon program termination, a "Well Termination Record" is to be submitted within 30 days after the end of the well operation.
7. Please submit two paper copies and one electronic (on CD/DVD, in PDF format) of all data for the "Well Operations Report" within 30 days from the end of the well operation.

**APPROVAL TO ALTER CONDITION OF A WELL****APPLICATION**

This application is submitted under Section 10 of the *Canada Oil and Gas Drilling and Production Regulations* (SOR/2009-0315). When granted under Section 13 of the Regulations, this form is the requisite approval for the commencement of well operations. An approved copy of this notice is to be posted at each drill site.

Well Name Paramount et al Cameron A-73

Well Identifier 1747 Operations Authorization No. OA-1221-006

Operator Paramount Resources Ltd. Current Depth 1585m KB

NEB Operating Licence No. 1221 Licence No. Production Licence 005

Contractor Nabors Shetah Drilling Rig or Unit 414

Station Keeping Not Applicable Land Structure Conventional Land

Current Well Status Producer Gasl Anticipated Well Status Change Producer Gasl

Land Use Permit No. MV2006A0033 Issued by: Mackenzie Valley Land and Water Board

Water Licence No. MV2006L1-0010 Issued by: Mackenzie Valley Land and Water Board

Location Unit A Section 73 Grid 60°20'117°30'

Coordinates (NAD 27) Surface Lat 60 ° 12 ' 9.4 " Long 117 ° 43 ' 27.1 "

Bottom Hole Lat 60 ° 12 ' 9.4 " Long 117 ° 43 ' 27.10 "

Ground Level / Seafloor 675.56 m Elevation KB/RT 679.6 m

Approximate Date of Commencement 3-Feb-12 Est. Days on Location 12 days

**WELL OPERATION PROGRAM**

Activity Type	Top to Bottom Interval (m KB)	Comments
Abandonment	1369.0-1370.5	Abandon exiting Sulphur Point perforations
Recompletion	1367.0-1368.0	New Sulphur Point perforations
Recompletion	1372.5-1375.5	New Sulphur Point perforations
Recompletion	1378.0-1381.0	New Sulphur Point Perforations
Re-entry	1462.5-1464.0	Existing Keg River perforations

**Additional Information**

The program calls for the abandonment of the existing Sulphur Point perforations, followed by a recompletion in the intervals outlined above. The new Sulphur Point perforations will be stimulated with 15% HCl acid washes / squeezes. Depending on the results of the recompletion the well will either be equipped to flow or the Sulphur Point will be cement squeezed/abandoned all together. In which case, the Keg River will be reentered and evaluated. Depending on swab results, the Keg River will be equipped as a pumping oil well or the zone and wellbore will be completely abandoned.

"I certify that the information provided on this form is true and correct"

Name Andre Poitras Telephone (403) 206-3895 Ext

Job Designation Drilling and Completions Manager E-Mail andre.poitras@paramountres.com

Operator Paramount Resources Ltd.

Signature [Signature] Date November 28, 2011

Responsible Officer of Company

**NATIONAL ENERGY BOARD APPROVAL**

(Board Use Only)

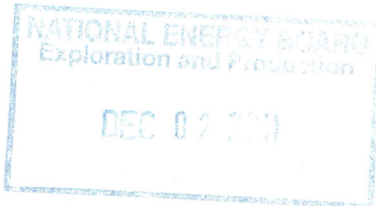
This well approval is granted under section 13 of the *Canada Oil and Gas Drilling and Production Regulations* (SOR/2009-0315) and is subject to the terms and conditions attached to this approval and Operations Authorization No. OA-1221-006

Job Designation Chief Conservation Officer Well Identifier 1747 Unique Well Identifier 300A736020117303

Signature [Signature] Date 22 Dec 2011

NEB Authority





APPROVAL TO ALTER CONDITION OF A WELL

APPLICATION

This application is submitted under Section 10 of the *Canada Oil and Gas Drilling and Production Regulations* (SOR/2009-0315). When granted under Section 13 of the Regulations, this form is the requisite approval for the commencement of well operations. An approved copy of this notice is to be posted at each drill site.

Well Name	Para et al Cameron 2M-73		
Well Identifier	2026	Operations Authorization No.	OA-1221-006
Operator	Paramount Resources Ltd.	Current Depth	1522m KB
NEB Operating Licence No.	1221	Licence No.	Production Licence 004
Contractor	Nabors Shetah	Drilling Rig or Unit	414
Station Keeping	Not Applicable	Land Structure	Conventional Land
Current Well Status	Producer Oil	Anticipated Well Status Change	Producer Oil
Land Use Permit No.	MV2006A0033	Issued by:	Mackenzie Valley Land and Water Board
Water Licence No.	MV2006L1-0010	Issued by:	Mackenzie Valley Land and Water Board
Location	Unit 2M	Section 73	Grid 60'10"117'15"
Coordinates (NAD 27)	Surface	Lat 60 ° 2 ' 52.3 "	Long 117 ° 29 ' 31.9 "
	Bottom Hole	Lat 60 ° 2 ' 52.8 "	Long 117 ° 29 ' 50.2 "
Ground Level / Seafloor	771.8 m	Elevation KB/RT	776.05 m
Approximate Date of Commencement	2-Jan-12	Est. Days on Location	5 days

WELL OPERATION PROGRAM

Activity Type	Top to Bottom Interval (m KB)	Comments
Workover	0.0-1501.5	Replace bottom hole pump and rod repair if necessary
Workover	0.0-1501.5	Tubing leak repair if necessary. Plan to pull tubing and replace as required
Select	-	
Select	-	
Select	-	

Additional Information

No changes to the downhole configuration are proposed at this time.

"I certify that the information provided on this form is true and correct"

Name	Andre Poitras	Telephone	(403) 206-3895 Ext
Job Designation	Drilling and Completions Manager	E-Mail	andre.poitras@paramountres.com
Operator	Paramount Resources Ltd.		
Signature		Date	November 28, 2011
	Responsible Officer of Company		

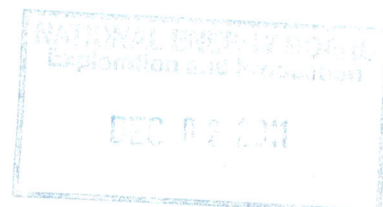
NATIONAL ENERGY BOARD APPROVAL

(Board Use Only)

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Job Designation	Chief Conservation Officer	Well Identifier	2026	Unique Well Identifier	302M136010117154
Signature		Date	22 Dec 2011		
	NEB Authority				



**APPROVAL TO ALTER CONDITION OF A WELL****APPLICATION**

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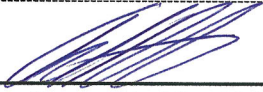
Well Name	Para et al Cameron 2H-03		
Well Identifier	2073	Operations Authorization No.	0A-1221-006
Operator	Paramount Resources Ltd.	Current Depth	2534m KB
NEB Operating Licence No.	1221	Licence No.	Production Licence 017
Contractor	Nabors Shetah	Drilling Rig or Unit	414
Station Keeping	Not Applicable	Land Structure	Conventional Land
Current Well Status	Suspended	Anticipated Well Status Change	Producer Oil
Land Use Permit No.	MV2010P0049	Issued by:	Mackenzie Valley Land and Water Board
Water Licence No.	MV2010L1-0011	Issued by:	Mackenzie Valley Land and Water Board
Location	Unit H	Section 03	Grid 60°10'117°30"
Coordinates (NAD 27)	Surface	Lat 60 ° 2 ' 20.4 "	Long 117 ° 30 ' 6.3 "
	Bottom Hole	Lat 60 ° 01 ' 40.6 "	Long 117 ° 30 ' 5.7 "
Ground Level / Seafloor	770.18 m	Elevation KB/RT	774.98 m
Approximate Date of Commencement	6-Jan-12	Est. Days on Location	10 days

**WELL OPERATION PROGRAM**

Activity Type	Top to Bottom Interval (m KB)	Comments
Workover	1534-2534	Drill out ball seats and ports, clean out to TD, re-equip well with ESP
Select	-	
Select	-	
Select	-	
Select	-	

Additional Information


"I certify that the information provided on this form is true and correct"

Name	Andre Poitras	Telephone	(403) 206-3895 Ext
Job Designation	Drilling and Completions Manager	E-Mail	andre.poitras@paramountres.com
Operator	Paramount Resources Ltd.		
Signature		Date	November 28, 2011
	Responsible Officer of Company		

**NATIONAL ENERGY BOARD APPROVAL**

(Board Use Only)

This well approval is granted under section 13 of the *Canada Oil and Gas Drilling and Production Regulations* (SOR/2009-0315) and is subject to the terms and conditions attached to this approval and Operations Authorization No. 0A-1221-006

Job Designation	Chief Conservation Officer	Well Identifier	2073	Unique Well Identifier	302 H036010.117301
Signature		Date	22 Dec 2011		
	NEB Authority				





## NEB Contacts for COGO Act-regulated Work or Activities

### INCIDENT PHONE NUMBERS

\* Hazardous occurrences (under Part XVI of the *Canada Oil and Gas Occupational Safety and Health Regulations*) and incidents requiring medical evacuation are to be reported to the NEB immediately.

**NEB 24-hour Incident Cell: 403-807-9473**

**NWT/Nunavut Spill Line Phone: (867) 920-8130**

**NWT/Nunavut Spill Line Fax: (867) 873-6924**

**Transportation Safety Board Hotline: (819) 997-7887**

NEB Operations Staff	Internet	Telephone Numbers
<b>Rick Turner</b> Operations Technical Specialist Safety & Conservation Officer	<a href="mailto:rick.turner@neb-one.gc.ca">rick.turner@neb-one.gc.ca</a>	Work: 403-299-3868 Cell: 403-540-3754
<b>Lori Croal</b> Operations Inspector Safety Officer	<a href="mailto:lori.croal@neb-one.gc.ca">lori.croal@neb-one.gc.ca</a>	Work: 403-221-3290 Cell: 403-519-9889
<b>Karen Duckworth</b> Operations Specialist Safety & Conservation Officer	<a href="mailto:karen.duckworth@neb-one.gc.ca">karen.duckworth@neb-one.gc.ca</a>	Work: 403-299-3669 Cell: 403-710-8254
<b>Abul Kabir</b> Drilling Engineer Conservation Officer	<a href="mailto:abul.kabir@neb-one.gc.ca">abul.kabir@neb-one.gc.ca</a>	Work: 403-292-5048 Cell: 403-510-5754
<b>Saadat Javeed</b> Drilling Engineer Conservation Officer	<a href="mailto:saadat.javeed@neb-one.gc.ca">saadat.javeed@neb-one.gc.ca</a>	Work: 403-221-3033 Cell: 403-680-5861
Environment and Spill Reporting	Internet	Telephone Numbers
<b>Susan Measor</b> A/Team Leader Conservation of Resources	<a href="mailto:susan.measor@neb-one.gc.ca">susan.measor@neb-one.gc.ca</a>	Work: 403-221-3272 Cell: 403-614-3396
<b>John Korec</b> Environmental Specialist Conservation Officer	<a href="mailto:john.korec@neb-one.gc.ca">john.korec@neb-one.gc.ca</a>	Work: 403-292-6614 Cell: 403-818-2403
<b>Christy Wickenheiser</b> Environmental Specialist Conservation Officer	<a href="mailto:christy.wickenheiser@neb-one.gc.ca">christy.wickenheiser@neb-one.gc.ca</a>	Work: 403-299-3869 Cell: 403-809-9352
Chief Conservation & Safety Officers	Internet	Telephone Numbers
<b>John McCarthy</b> Business Leader, Strategy and Analysis Chief Conservation Officer	<a href="mailto:john.mccarthy@neb-one.gc.ca">john.mccarthy@neb-one.gc.ca</a>	Work: 403-299-3646 Cell: 403-560-9443
<b>Brian Nesbitt</b> Technical Leader, Engineering Chief Safety Officer	<a href="mailto:brian.nesbitt@neb-one.gc.ca">brian.nesbitt@neb-one.gc.ca</a>	Work: 403-299-2771 Cell: 403-629-6362
<b>NEB OPERATIONS PHONE NUMBERS</b>	Main Office: <b>Operations Fax:</b> Alternate Fax:	403-292-4800 <b>403-292-5876</b> 403-292-5875