



File: WID #2079; 2080; 2081

11 January 2013

Greg A. Gersib
Vice-President
Canada Exploration
ConocoPhillips Canada Resources Corp.
401 – 9th Avenue SW
Calgary, AB T2P 2H7

Dear Mr. Gersib:

Approval to Drill a Well (ADW) ConocoPhillips Canada Resources Corp. (ConocoPhillips)

- COPRC Loon Creek N-20
- COPRC Loon Creek O-06
- COPRC Loon Creek P-20

ConocoPhillips is hereby granted approval to drill the above referenced wells. Please find the attached ADW forms for the proposed work and note that the ADWs are subject to the terms and conditions provided on the attachment. In addition, the well approvals are granted under Operations Authorization OA-1211-001 and are subject to the terms and conditions of that OA.

Any change or deviation from the approved program will require the additional specific approval of the Chief Conservation Officer.

All oil and gas activities are subject to the *Canada Oil and Gas Drilling and Production Regulations*, the *Canada Labour Code, Part II* and the *Oil and Gas Occupational Safety and Health Regulations*.

If you have any questions, please contact Abul Kabir, Project Manager, at 403-292-5048.

Yours truly,

A blue ink signature of the name Patrick Smyth.

Patrick Smyth
Chief Conservation Officer

444 Seventh Avenue SW
Calgary, Alberta T2P 0X8

444, Septième Avenue S.-O.
Calgary (Alberta) T2P 0X8

The Government of Canada logo, featuring the word "Canada" in a stylized font with a red maple leaf icon.

Telephone/Téléphone : 403-292-4800

Facsimile/Télécopieur : 403-292-5503

<http://www.neb-one.gc.ca>

Telephone/Téléphone : 1-800-899-1265

Facsimile/Télécopieur : 1-877-288-8803

Attachment

**Approval to Drill a Well Terms and Conditions for:
COPRC Loon Creek N-20, COPRC Loon Creek O-06 and COPRC Loon Creek P-20**

1. A copy of the *Canada Oil and Gas Drilling and Production Regulations*, the *Canada Labour Code Part II* and the *Oil and Gas Occupational Safety and Health Regulations* are to be kept at the well site and shall be made available on request by any person at the well site.
2. ConocoPhillips shall report by March 31 of each year on the results of its monitoring and inspection of each suspended well as required by section 57 of the *Canada Oil and Gas Drilling and Production Regulations*.
3. ConocoPhillips shall submit two paper copies and one electronic (on CD/DVD, in PDF format) of all data for the “Well History Report” within 45 days after the rig release date. In addition, ConocoPhillips shall submit one LAS copy of final log prints on compact disc. ConocoPhillips is to ensure compact discs are maximized and submitted with the final reports.
4. ConocoPhillips shall submit, with the well history report, a final well survey certified by a person licensed under the *Canada Land Surveyor Act*.
5. ConocoPhillips shall include a report on the potable water zones with the Well History Report that includes identification and evaluation of the potable water zones of the Loon Creek N-20 and Loon Creek O-06.
6. ConocoPhillips shall deliver all drill cuttings and core that are collected during drilling, well or production operations to the Geological Survey of Canada in Calgary at 3303 33rd Street NW to the attention of the Head, Core and Sample Repository. Copies of the transmittal letters for the collected samples are to be forwarded to the Chief Conservation Officer.
7. ConocoPhillips shall submit to dailyreports@neb-one.gc.ca, a copy of the CAODC pre-spud rig inspection and the operator’s camp inspection at least 48 hours prior to spud.



APPROVAL TO DRILL 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	COPRC <i>Loon Creek</i> N-20		Operator	ConocoPhillips Canada Resources Corporation
Well Type	Exploratory Well		If Other Type, please specify	
NEB Operating Licence No.	1211		Operations Authorization No.	
Drilling Rig or Unit	Rig 2		Contractor	Beaver Drilling
Licence No.	Exploration Licence 470		Estimated Well Cost	\$ <i>23 to 28 mm</i>
Station Keeping	Not Applicable		Land Structure	Conventional Land
Land Use Permit No.	S12A-005		Issued by:	Sahtu Land and Water Board
Water Licence No.	S12L1-005 Type B		Issued by:	Sahtu Land and Water Board
Location Unit	N	Section 20	Grid	65-00 126-45
Coordinates (NAD 27)	Surface	Lat 64° 59' 46.8"	Long	126° 48' 14.6"
	Bottom Hole	Lat 64° 59' 46.8"	Long	126° 48' 14.6"
Region	NWT Mainland			
Target Formation	Canol		Field/Pool	/
Well Path	Vertical		Discovery Well	
Elevation KB/RT	287.3		Ground Level / Seafloor	281.3 m
Approximate Spud Date	Feb 15, 2013		Est. Days on Location	30 days
Anticipated Total Depth	2160 m KB			

EVALUATION PROGRAM

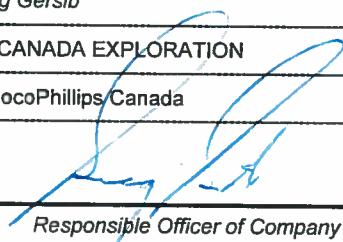
Sample Type	Top to Bottom Interval (m KB)	Sample Interval (m)	Comments
Drill Cuttings	20-2160	5.0	From top of surface hole to total well depth
Conventional Cores	1870-2100	Other	Top of core ~20m above Upper Canol and will core into Hume
Logs and Tests	20-2160	Other	AIT, Dual TLD, HGNS, GR, DSI, GPIT
Logs and Tests	600-2160	Other	SSCAN, HNGS, ECS-LithoSc, CMR, UBI, Dual OBMI, ADT, RST
Other	20-2160	Other	Mudlogging, Isotubes, DFIT, MSCT - optional

CASING PROGRAM

O.D. (mm)	Weight (kg/m)	Grade	Setting Depth (m KB)
508	78.45	Conductor	20
244.5	53.57	J-55	600
177.8	38.69	P-110	2160

Additional Information

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

Name	Greg Gersib	Telephone	<i>1 (403) 532-3527</i>
Job Designation	VP CANADA EXPLORATION	E-Mail	<i>greg.gersib@conocophillips.com</i>
Operator	ConocoPhillips Canada		
Signature		Date	<i>DEC 4, 2012</i>
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-1211-001*.

Job Designation	<i>Chief Conservation Officer</i>	Well Identifier	<i>2079</i>	Unique Well Identifier	<i>300N206500126450</i>
Signature		Date	<i>11 January 2013</i>		
NEB Authority					

NATIONAL ENERGY BOARD
Exploration and Production

DEC 07 2012

Canada



APPROVAL TO DRILL 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	COPRC LOON CREEK O-6			Operator	ConocoPhillips Canada Resources Corporation	
Well Type	Exploratory Well			If Other Type, please specify		
NEB Operating Licence No.	1211			Operations Authorization No.		
Drilling Rig or Unit	Rig 2			Contractor	Beaver Drilling	
Licence No.	Exploration Licence 470			Estimated Well Cost	\$ 23 to 28 MM	
Station Keeping	Not Applicable			Land Structure	Conventional Land	
Land Use Permit No.	S12A-005		Issued by:	Sahtu Land and Water Board		
Water Licence No.	S12L1-005 Type B		Issued by:	Sahtu Land and Water Board		
Location Unit	O	Section	6	Grid	65-10 127-00	
Coordinates (NAD 27)	Surface	Lat	65 ° 05 ' 51.5 "	Long	127 ° 00 ' 30.7 "	
	Bottom Hole	Lat	65 ° 05 ' 51.5 "	Long	127 ° 00 ' 30.7 "	
Region	NWT Mainland					
Target Formation	Canol			Field/Pool	/	
Well Path	Vertical			Discovery Well		
Elevation KB/RT	258.4			Ground Level / Seafloor	252.4 m	
Approximate Spud Date	Jan 15, 2013			Est. Days on Location	30 days	
Anticipated Total Depth	1875 m KB					

EVALUATION PROGRAM

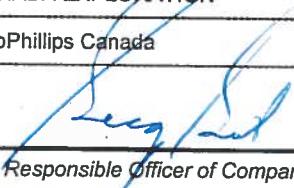
Sample Type	Top to Bottom Interval (m KB)	Sample Interval (m)	Comments
Drill Cuttings	20-1875	5.0	From top of surface hole to total well depth
Conventional Cores	1630-1830	Other	Top of core ~20m above Upper Canol and will core into Hume
Logs and Tests	20-1875	Other	AIT, Dual TLD, HGNS, GR, DSI, GPIT
Logs and Tests	600-1875	Other	SSCAN, HNGS, ECS-LithoSc, CMR, UBI, Dual OBMI, ADT, RST
Other	20-1875	Other	Mudlogging, Isotubes, DFIT, MSCT - optional

CASING PROGRAM

O.D. (mm)	Weight (kg/m)	Grade	Setting Depth (m KB)
508	78.45	Conductor	20
244.5	53.57	J-55	600
177.8	38.69	P-110	1873

Additional Information

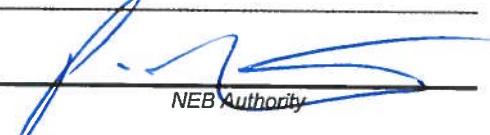
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Name	Greg Gersib	Telephone	1 (403) 532-3527
Job Designation	VP CANADA EXPLORATION	E-Mail	greg.gersib@conocophillips.com
Operator	ConocoPhillips Canada		
Signature		Date	DEC 4, 2012
	Responsible Officer of Company		

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. 04-1211-001.

Job Designation	Chief Conservation Officer	Well Identifier	2080	Unique Well Identifier	3000066510127000
Signature		Date	11 January 2013		
	NEB Authority				



APPROVAL TO DRILL A WELL

APPLICATION

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Well Name	COPRC <i>Loon Creek</i> P-20		Operator	ConocoPhillips Canada Resources Corporation			
Well Type	Exploratory Well		If Other Type, please specify _____				
NEB Operating Licence No.	1211		Operations Authorization No. _____				
Drilling Rig or Unit	Rig 2		Contractor	Beaver Drilling			
Licence No.	Exploration Licence 470		Estimated Well Cost	\$ <i>5 to 8 MM</i>			
Station Keeping	Not Applicable		Land Structure	Conventional Land			
Land Use Permit No.	S12A-005		Issued by:	Sahtu Land and Water Board			
Water Licence No.	S12L1-005 Type B		Issued by:	Sahtu Land and Water Board			
Location	Unit	P	Section	20	Grid	65-00 126-45	
Coordinates (NAD 27)			Surface	Lat	64° 59' 58.0"	Long	126° 47' 8.7"
			Bottom Hole	Lat	64° 59' 58.0"	Long	126° 47' 8.7"
Region	NWT Mainland					/	
Target Formation	Canol		Field/Pool	/			
Well Path	Vertical		Discovery Well	/			
Elevation KB/RT	289.3		Ground Level / Seafloor	283.3 m			
Approximate Spud Date	Mar 15, 2013		Est. Days on Location	10 days			
Anticipated Total Depth	600 m KB		/				

EVALUATION PROGRAM

Sample Type	Top to Bottom Interval (m KB)	Sample Interval (m)	Comments
Drill Cuttings	20-600	5.0	From top of surface hole to total well depth
Logs and Tests	20-600	Other	AIT, Dual TLD, HGNS, GR, DSI, GPIT
Select	-	Select	
Select	-	Select	
Select	-	Select	

CASING PROGRAM

O.D. (mm)	Weight (kg/m)	Grade	Setting Depth (m KB)
508	78.45	Conductor	20
244.5	53.57	J-55	600

Additional Information _____

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

Name Greg Gersib Telephone 1 (403) 532-3527
 Job Designation VP CANADA EXPLORATION E-Mail greg.gersib@conocophillips.com
 Operator ConocoPhillips Canada
 Signature Greg Gersib Date DEC 4, 2012
 Responsible Officer of Company Greg Gersib

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-1211-001.

Job Designation Chief Conservation Officer Well Identifier 2081 Unique Well Identifier 300P206500126450
 Signature J. C. - Date 11 January 2013
 NEB Authority J. C. -