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**TRANSFER OF AN UNDIVIDED SHARE IN A
SIGNIFICANT DISCOVERY LICENCE
OR PRODUCTION LICENCE**

BETWEEN:

PETRO-CANADA
a body Corporate having an office
in the City of CALGARY,
in the Province of ALBERTA

(hereinafter called "the Transferor")

and

NORSK HYDRO PRODUKSJON a.s
a body Corporate having an office
in the City of CALGARY,
in the Province of ALBERTA

(hereinafter called "the Transferee")

1. The Transferor, being the holder of an undivided share in Significant Discovery Licence 197 deemed effective April 4, 1987, hereby transfers an undivided share in this interest to the Transferee as described in the attached Schedule "A".
2. The Transferee hereby accepts this transfer.
3. This transfer is submitted for registration pursuant to section 110 of the *Canada-Newfoundland Atlantic Accord Implementation Act* and section 106 of *The Canada-Newfoundland Atlantic Accord Implementation (Newfoundland) Act*.
4. The Address for service is:

NORSK HYDRO PRODUKSJON a.s
c/o McCarthy Tétrault
3200, 421 - 7th Avenue S.W.
Calgary, Alberta
T2P 4K9

Attention: Clifford D. Johnson

Dated this 16 day of December, 1996.

**CNOPB / L'OCTNHE
INSTRUMENT / ACTE**

REGISTRATION NO. /
No. D'ENREGISTREMENT: 97050

EFFECTIVE DATE /
DATE D'ENTRÉE EN VIGUEUR: February 5, 1997

TIME/HEURE: 3:30 pm

Paul Vanecko
REGISTRAR / DIRECTEUR

per

PETRO-CANADA

Anne M. Parsonage

Anne M. Parsonage
Attorney by Power of Attorney
Witness

per

NORSK HYDRO PRODUKSJON a.s

Clifford D. Johnson

AFFIDAVIT OF ATTESTATION

CANADA
PROVINCE OF ALBERTA
TO WIT:

I, Donna Thiry, of the City of Calgary, in the Province of Alberta, Sr. Secretary, MAKE OATH AND SAY:

1. THAT I was personally present and did see ANNE M. PARSONAGE, Attorney for Petro-Canada, named in the within Instrument, who is personally known to me to be the Attorney for Petro-Canada, named therein, duly sign and execute the same for the purpose named therein.
2. THAT the same was executed at the City of Calgary, in the Province of Alberta, and that I am the subscribing witness thereto.
3. THAT I know the said ANNE M. PARSONAGE, and she is in my belief of the full age of eighteen (18) years.

SWORN BEFORE ME at the City
of Calgary, in the Province
of Alberta, this 12th day
of December, 1976

Donna J. Thiry

Stan Clifland

A Notary Public in and for
the Province of Alberta

SCHEDULE "A"

ATTACHED TO AND FORMING A PART OF A
TRANSFER OF AN UNDIVIDED SHARE
IN SIGNIFICANT DISCOVERY LICENCE NO. 197

Significant Discovery Licence No. 197

TRANSFEROR	TRANSFEE	SHARES HELD PERCENTAGE	SHARES BEING TRANSFERRED PERCENTAGE	RESULTING SHARES PERCENTAGE	LAND DESCRIPTION
PETRO-CANADA		12.5%	3.75%	8.75%	47°10'N, 47°45'W Sections: 40, 49, 50, 58-60, 67-70, 77-80, 87-90, 97-100
	NORSK HYDRO PRODUKSJON a.s	0.0%	3.75%	3.75%	

ADDRESS FOR SERVICE:

TRANSFEROR: PETRO-CANADA
P.O. Box 2844
CALGARY, ALBERTA
T2P 3E3

TRANSFEE: NORSK HYDRO PRODUKSJON a.s
C/O MCCARTHY TÉTRAULT
3200, 421 - 7TH AVENUE S.W.
CALGARY, ALBERTA
T2P 4K9

ATTENTION: CLIFFORD D. JOHNSON

McINNES COOPER & ROBERTSON

BARRISTERS & SOLICITORS

Halifax:

Reginald A. Cluney, Q.C.
Alan J. Stern, Q.C.
Peter J.E. McDonough, Q.C.
Eric Durnford, Q.C.
Wylie Spicer, Q.C.
C. C. Robinson
David A. Graves
Deborah K. Smith
Eric LeDrew *
Bernard F. Miller *
Barry D. Horne
Jeffrey R. Bucher

Harry E. Wrathall, Q.C.
Joseph A.F. Macdonald, Q.C.
James E. Gould, Q.C.
Robert G. Belliveau, Q.C.
F.V.W. Penick †
Harvey L. Morrison
Peter M.S. Bryson *
Fae J. Shaw
Malcolm D. Boyle ‡
David S. MacDougall
Michelle C. Awad
Paul McLam

Hon. Stewart McInnes, P.C., Q.C.
George T.H. Cooper, Q.C.
David H. Reardon, Q.C.
Peter McLellan, Q.C. *
Linda Lee Oland
Thomas E. Hart
Marcia L. Brennan
Karen Oldfield
John Kulik
Aidan J. Meade
Hugh Wright
Vern W. DaRe

Lawrence J. Hayes, Q.C.
David B. Ricey, Q.C.
George W. MacDonald, Q.C.
Lawrence A. Freeman
John D. Stringer
Brian G. Johnston
Scott C. Norton
Stephen Kingston
Brenda L. Rice
Noella Martin
Michele E. Bernard

COUNSEL

Harold F. Jackson, Q.C.

Hector McInnes, Q.C.

Also eligible to practice in: † Newfoundland * New Brunswick ‡ Prince Edward Island

St. John's:

Wylie Spicer, Q.C.
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B3J 2V1

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Fax: (902) 425-6350
mcrhfx@mcrslaw.com

Our File: TK-340

February 5, 1997

By Courier

Mr. Paul Barnes
Canada-Newfoundland Offshore
Petroleum Board
5th. Floor, TD Place
140 Water Street
St. John's, NF

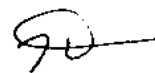
Dear Paul:

RE: Norsk Hydro - Petro-Canada

Further to our conversation, you will find enclosed the revised Schedule "A" on SDL 197. If there is anything further, please do not hesitate to call.

Yours very truly,

McINNES COOPER & ROBERTSON



Thomas R. Kendell

TRK:jms

Enclosure
13675N

SCHEDULE "A"

ATTACHED TO AND FORMING A PART OF A TRANSFER OF AN UNDIVIDED SHARE
IN SIGNIFICANT DISCOVERY LICENCE NO. 197

Significant Discovery Licence No. 197

TRANSFEROR	TRANSFeree	SHARES HELD PERCENTAGE	SHARES BEING TRANSFERRED PERCENTAGE	RESULTING SHARES PERCENTAGE	LAND DESCRIPTION
PETRO-CANADA		25%	3.75%	21.25%	47°10'N, 47°45'W Sections: 40, 49, 50, 58-60, 67-70, 77- 80, 87-90, 97-100
	NORSK HYDRO PRODUKSJON A.S	0.0%	3.75%	3.75%	

ADDRESS FOR SERVICE:

TRANSFEROR: PETRO-CANADA
P.O. Box 2844
Calgary, Alberta
T2P 3E3

Attention: Anne Personage, Manager Business Planning and Performance, Frontier

TRANSFeree: NORSK HYDRO PRODUKSJON A.S
c/o McCarthy Tétrault
3200, 421 - 7th Avenue S.W.
Calgary, Alberta T2P 4K9
Attention: Clifford D. Johnson