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'98 OCT 6 PM 3:55 L3

TRANSFER OF AN UNDIVIDED SHARE IN A SIGNIFICANT DISCOVERY LICENCE

MR 1263, SAE 360985

BETWEEN:

Talisman Energy Inc.

a body corporate having an office in the City of
Calgary in the Province of Alberta
(hereinafter called "the Transferor")

and

Husky Oil Operations Limited

a body corporate having an office City of Calgary in
the Province of Alberta
(hereinafter called "the Transferee")

**CNOPB / L'OCTINE
INSTRUMENT / ACTE**

**REGISTRATION NO. / 98028
No. D'ENREGISTREMENT**

**EFFECTIVE DATE / November 16, 1998
DATE D'ENTREE EN VIGUEUR**

TIME/HEURE: 9:27 am


REGISTRAR / DIRECTEUR

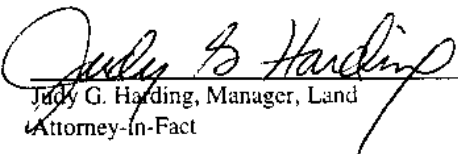
1. The Transferor, being the holder of an undivided share (or shares) in Significant Discovery Licence 203, dated August 4, 1987, hereby transfers an undivided share (or shares) in this Interest to the Transferee as described in the attached Schedule "A".
2. The Transferee hereby accepts this transfer.
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 of the Transferee is:

Husky Oil Operations Limited

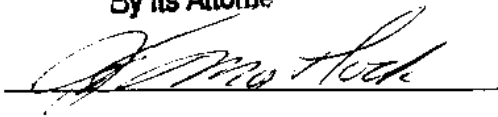
707 - 8th Avenue SW
Calgary AB T2P 3G7

DATED this 1st day of June, 1998.

Talisman Energy Inc.


Judy G. Harding, Manager, Land
Attorney-in-Fact c/s

**Husky Oil Operations Limited
By its Attorne**


J. ROSS MORTLOCK
Land Manager

SCHEDULE "A"

Attached to and forming a part of a transfer of an undivided share in
 Significant Discovery Licence No. **203**
 between Talisman Energy Inc. and Husky Oil Operations Limited

Significant Discovery Licence No. **203**

TRANSFEROR	TRANSFEEE	SHARES HELD PERCENTAGE	SHARES BEING TRANSFERRED PERCENTAGE	RESULTING SHARES PERCENTAGE	LAND DESCRIPTION
Talisman Energy Inc.		5.0978%	5.0978%	0.0%	56° 00' N, 58° 45' W Sections: 23,24,32 to 35,42 to 45
	Husky Oil Operations Limited	14.3003%	5.0978%	19.3981%	

ADDRESS FOR SERVICE:

Transferor: **Talisman Energy Inc. as successor to Encor Energy Corporation Inc.**
 2400, 855 – 2nd Street SW
 Calgary AB T2P 4J9

Transferee: **Husky Oil Operations Limited**
 707 – 8th Avenue SW
 Calgary AB T2P 3G7