

ENVIRONMENTAL PROTECTION AND ENHANCEMENT ACT

BEING CHAPTER E-12 R.S.A. 2000 (the "Act")

ENVIRONMENTAL PROTECTION ORDER NO. EPO-2013/03-NR

Great Northern Oil & Gas Inc. [the "Company"]
3000 700 9th Avenue SW
Calgary, AB T2P 3V4

WHEREAS the Company was licensed or otherwise authorized by the Energy Resources Conservation Board ["ERCB"] to operate the wells on the land as legally described in Schedule "A" [the "Site"];

WHEREAS the Company is an "operator" as defined in s. 134(b) of the Act;

WHEREAS the Site is "specified land" as defined in s. 134(f) of the Act and s. 1(t) of the *Conservation and Reclamation Regulation*;

WHEREAS Alberta Environment and Sustainable Resource Development ["ESRD"] has not issued a reclamation certificate, for the Site pursuant to s. 138 of the Act;

WHEREAS Michael Aiton, Regional Compliance Manager, Northern Region, has been appointed an inspector for all purposes of the Act, and a Director for the purposes of issuing environmental protection orders and enforcement orders under the Act [the "Manager"];

WHEREAS the Manager is of the opinion that work is necessary in order to conserve and reclaim the Site;

WHEREAS the Manager is of the opinion that a release of one or more substances [the "Substances"] into the environment may occur, is occurring or has occurred that may cause, is causing or has caused an adverse effect on the environment;

WHEREAS the Company is a "person responsible" for the Substances pursuant to Section 1(tt) of the Act;

THEREFORE, I, Michael Aiton, Regional Compliance Manager, Northern Region, pursuant to section(s) 113 and 140 of the *Environmental Protection and Enhancement Act*, DO HEREBY ORDER:

1. The Company shall submit a plan [the "Investigative Plan"] to the Manager by March 8, 2013 to investigate the extent of contamination from the Substances both on the Site and to any off-site areas, including a schedule of implementation for the delineation of the contamination.
2. The Company shall implement the work in the Investigative Plan in accordance with the schedule of implementation that has been approved by the Manager.

3. The Company shall submit a plan [the "Remedial Plan"] to the Manager by March 15, 2013 to remediate the Site and any off-site areas.
4. The Remedial Plan shall include a detailed schedule of implementation for the remedial work for approval by the Manager.
5. The Company shall implement the work set out in the Remedial Plan in accordance with the schedule of implementation that is approved by the Manager.
6. The Company shall submit a plan [the "Reclamation Plan"] to the Manager by March 8, 2013 for the conservation and reclamation of the Site that shall include the measures to reclaim the Site to meet the Reclamation Criteria (the "Criteria").
7. The Reclamation Plan shall include a detailed schedule of implementation for the work required by the Reclamation Plan.
8. The Company shall implement the work in the Reclamation Plan in accordance with the schedule of implementation that is approved by the Manager.
9. The Company shall apply for a reclamation certificate for the Site once they have met the Criteria.

DATED at the City of Edmonton in the Province of Alberta, the 8th day of February 2013.

**Original Signed by: Michael Aiton
Regional Compliance Manager
Northern Region**

Section 91 of the *Environmental Protection and Enhancement Act* may provide a right of appeal against this decision to the Alberta Environmental Appeals Board. There may be a strict time limit for filing such an appeal. A copy of section 91 is enclosed. For further information, please contact the Board Secretary at #306 Peace Hills Trust Tower, 10011 - 109 Street, Edmonton, Alberta, T5J 3S8; telephone (780) 427-6207; fax (780) 427-4693.

Notwithstanding the above requirements, the Party(ies) shall obtain all necessary approvals in complying with this order.

Take notice that this environmental protection order is a remedial tool only, and in no way precludes any enforcement proceedings being taken regarding this matter under this Act or any other legislation.

SCHEDULE "A"

GREAT NORTHERN OIL & GAS INC.

LIST OF PROPERTIES

WELL LIST

Licence No.	Unique Well Identifier	Surface Location
0122846	00/16-32-063-18 W4/0	16-32-063-18 W4