

**INSTRUCTIONS TO CURRENT AND FORMER HOLDERS OF MERIT
ENERGY LTD. FLOW-THROUGH SHARES FOR PROOF OF CLAIM**

1. An individual acting for a corporation or other person must state the capacity in which he/she is acting, such as “Treasurer”, “Authorized Agent”, “Trustee”, “Credit Manager”, etc.
2. The individual completing the Proof of Claim must have knowledge of the circumstances connected with the Claim.
3. The full legal name of the Shareholder must be filled out in its entirety.
4. All Proofs of Claim must be signed, dated and witnessed.
5. The Proof of Claim must be received by the Administrator at the address on the Proof of Claim on or before 5:00 p.m. (Mountain Time) on ^, 2002. However, Shareholders should make every effort to submit all Claims as soon as possible.
6. The Proof of Claim must disclose all trading activity in Merit shares over which the Shareholder exercised direct or indirect control during the period July 30, 1999 to April 12, 2000.
7. Copies of purchase or sale confirmations received from your broker, and copies of monthly account statements supporting each transaction must be attached. All shares purchased must be accounted for. Shares held as at April 12, 2000 must be supported by a copy of an account statement issued by your broker or other independent confirmation. If there is insufficient space on the Proof of Claim to list all components of the Claim and stipulated details, please attach a separate schedule.
8. The date and the number of shares purchased pursuant to the Short Form Prospectus dated July 30, 1999 must be indicated.
9. Attached to each Proof of Claim is a Statutory Declaration that must be sworn before a Commissioner of Oaths or Notary Public by the person completing the Proof of Claim.
10. The Administrator reserves the right to require additional information and, at the Administrator’s sole discretion, to require further sworn affidavits. Failure to provide such additional information will constitute grounds for disallowance of the claim.

11. The Administrator reserves the right to contact investment dealers, depositories and other intermediaries to obtain information relating to any activities of the claimant relating to shares. Filing a claim operates as a consent to such contact, and authorizes the person contacted to provide the Administrator with the information requested.
12. All questions regarding the completion of the Proof of Claim should be made to:

KPMG Inc.
Merit Claims Administrator
Suite 1200
Bow Valley Square II
205 - 5th Avenue SW
Calgary Alberta T2P 4B9

Attention: Bryan Trypka, CA, CIRP

Telephone: (403) 691-8000
Facsimile: (403) 691-8009