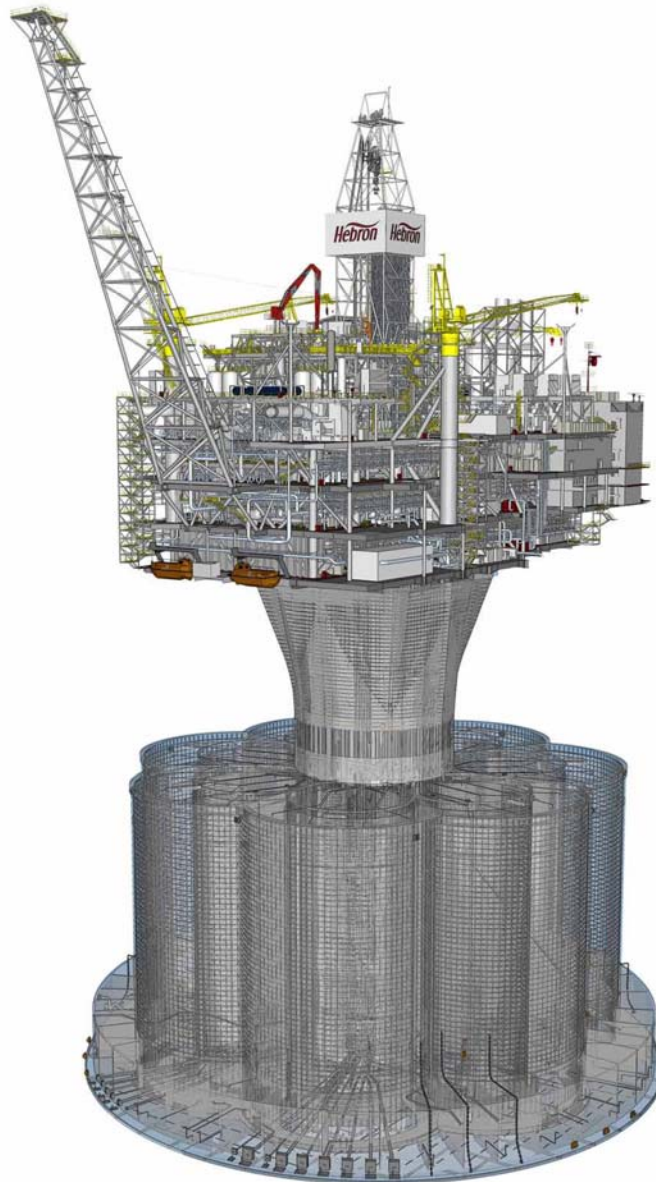




ExxonMobil Canada Properties



**Hebron Project Canada-Newfoundland and Labrador Benefits Report
for the Period January 1, 2015 to March 31, 2015**

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1.0 Introduction

Hebron is a heavy oil field estimated to produce more than 700 million barrels of recoverable resources. The field was first discovered in 1980, and is located offshore Newfoundland and Labrador in the Jeanne d'Arc Basin 350 kilometres southeast of St. John's, the capital of Newfoundland and Labrador. It is approximately 9 kilometres north of the Terra Nova project, 32 kilometres southeast of the Hibernia project, and 46 kilometres from the White Rose project. The water depth at Hebron is approximately 92 metres.

The Hebron co-venturers are: ExxonMobil Canada Properties (EMCP) (36%), Chevron Resources Limited (26.7%), Suncor Energy Inc. through the Hebron Petro-Canada Partnership (22.7%), Statoil Canada Ltd. (9.7%) and Nalcor Energy (4.9%). EMCP is the operator of the Hebron Project.

During May 2011, EMCP, on behalf of the Hebron co-venturers, filed the Hebron Benefits Plan with the Canada-Newfoundland and Labrador Offshore Petroleum Board (C-NLOPB). The Hebron Benefits Plan was conditionally approved on May 31, 2012 and covers the construction and operations phases of the project.

Five key principles of the Benefits Plan include:

- Meeting local benefits commitments while maintaining the highest levels of safety, environmental performance, efficiency and integrity of our operations;
- Selecting contractors and suppliers that will work diligently with us to deliver benefits to the people of the Province;
- Promoting the development of local skills and industry capacity that leaves a lasting legacy for the communities in which we operate and for the Province;
- Delivering execution certainty so that Hebron delivers best-in-class return on investment to stakeholders, including the Province of Newfoundland and Labrador; and
- Working collaboratively with industry, government, academic and training institutions, community and other stakeholder groups for the effective delivery of benefits.

As outlined in section 45 of the Atlantic Accord Acts, specific provisions of the Hebron Benefits Plan include a plan for:

- The employment of Canadians and, in particular, members of the labour force of the Province of Newfoundland and Labrador;
- Providing manufacturers, consultants, contractors and suppliers and service companies in the Province, and other parts of Canada, with full and fair opportunity to participate on a competitive basis in the supply of goods and services used in any proposed work or activity referenced in the Benefits Plan;
- Providing first consideration to services provided from within the Province and to goods manufactured in the Province, where those services and goods are competitive in terms of fair market price, quality and delivery;
- Consistent with the Canadian Charter of Rights and Freedoms, providing individuals resident in the Province with first consideration for training and employment in the work program for which the Benefits Plan was submitted;

- The establishment of an office in the Province where appropriate levels of decision-making are to take place; and
- Expenditures for R&D, including education and training, to be carried out in the Province.

This report summarizes the Hebron Project activities for the period of January 1, 2015 to March 31, 2015 in the areas of employment, expenditures and other relevant areas.

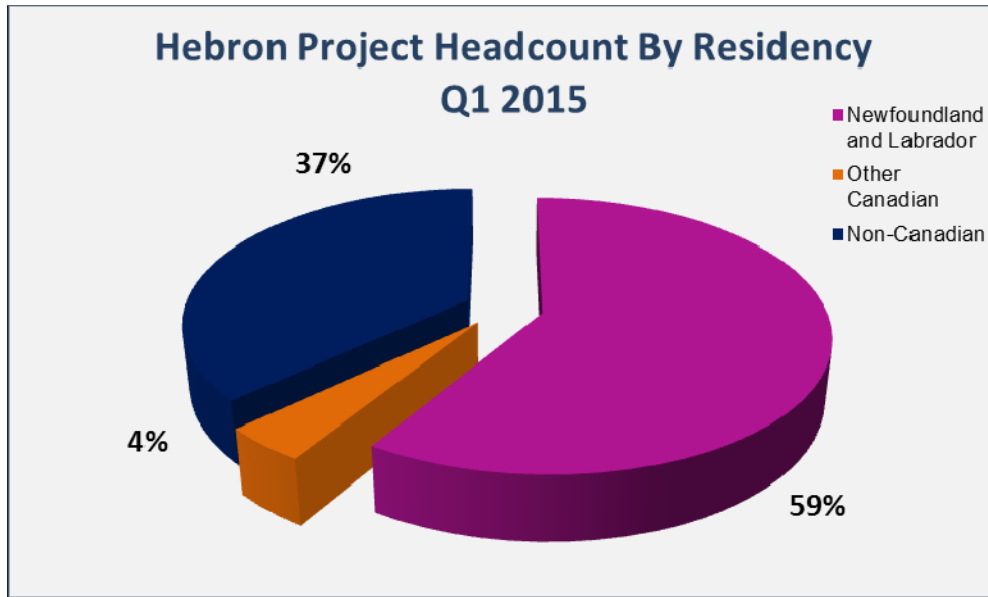
2.0 Employment

The total number of person hours worked on the Hebron Project during Q1 2015 was 3,693,245. The total number of people employed on the Hebron Project during Q1 2015 was 6,812 of which 4,012 (59%) were NL residents, 283 (4%) were Other Canadian and 2,517 (37%) were Non-Canadian based on Canadian General Standards Board (CGSB) reporting guidelines and the C-NLOPB definition of residency (i.e. in compliance with the Newfoundland and Labrador Elections Act). Of the 6,812 employed on the project during Q1 2015, 2,393 were working at Bull Arm site.

Total Employment Summary Hebron Project Q1 2015			
Direct Employment (Total Number of Persons)	Newfoundland and Labrador Residents (%)	Other Canadians (%)	Non-Canadians (%)
6,812	59%	4%	37%

Notes:

1. Report includes reported number of persons directly employed on the project, including operator and contractor personnel
2. Residency status is reported as of the time of hire, based on the following definitions:
 - Canadian Citizen:**
A person who was born in Canada and has not relinquished his/her Canadian citizenship; or, a person who has been granted Canadian citizenship; or, a person who has been granted landed immigrant status.
 - Newfoundland and Labrador Resident:**
A Canadian citizen or landed immigrant who meets the residency requirements of the Province as defined by *The Elections Act*, SNL 1992, CE-3.1. (At point of hire)
3. Headcount includes persons that have worked 50% of their time (at least 80 hours per month) during Q1 2015



Employment Summary by Location Hebron Project Q1 2015						
Location	Total Number of Persons					
	Residency Status			Gender		TOTAL
	NL	OC	NC	Male	Female	
Newfoundland and Labrador	3,990	240	242	3,927	545	4,472
Other Canada	1	30	1	26	6	32
Outside Canada	21	13	2,274	2,196	112	2,308
TOTAL	4,012	283	2,517	6,149	663	6,812

Notes:

- Disciplines are based on the following National Occupational Classification (NOC) Codes:
 - **Management** includes: Senior Managers as well as Middle and Other Managers
 - **Administration** includes: Administrative & Sr. Clerical Personnel as well as Clerical Personnel
 - **Engineers** includes: only those in that NOC code
 - **Technicians** includes: Semi-professionals & Technicians
 - **Professionals** includes: only those in that NOC code
 - **Skilled Trades** includes: Skilled Crafts & trades as well as Skilled Trades & Services
 - **Labour** includes: Semi-Skilled Manual Workers, Other Manual Workers as well as Intermediate Sales & Service
 - **Students** includes: any student enrolled at a recognized educational institution or accredited academic program and includes both graduate and undergraduate students, cadets or any other student
 - **Other** includes: positions that do not fit into any of the other disciplines

Employment Summary by Discipline Hebron Project Q1 2015					
Discipline	Number of Persons				Total number of Persons
	Male	%	Female	%	
Management	395	94%	23	6%	418
Administration	27	17%	131	83%	158
Engineers	490	88%	66	12%	556
Technicians	351	88%	47	12%	398
Professionals	444	70%	190	30%	634
Skilled Trades	2,257	94%	135	6%	2,392
Labour	2,153	98%	53	2%	2,206
Students	32	64%	18	36%	50
Other	-	-	-	-	-
Total:	6,149	90%	663	10%	6,812

Person Hour Summary Report Hebron Project Q1 2015	
Activity/Component	Total Person Hours
Project Management Team	168,044
Gravity Based Structure	1,195,048
Topsides	2,291,105
Offshore Loading System	39,048
Total (Q1 2015)	3,693,245
Total (Year to Date)	3,693,245
Project Cumulative	38,013,885

Note: Project management team hours include third party contractors in support of the project management team and operations readiness group hours.

3.0 Canada-NL Content Estimates

The table below details the estimated Canada-NL content of actual expenditures during the quarter, year to date and cumulatively for the Hebron Project.

Canadian-NL Content Estimates Hebron Project Q1 2015			
Reporting Period	Content		
	NL (%)	Other Canadian (%)	Non-Canadian (%)
Q1 2015	56%	6%	38%
Year to Date	56%	6%	38%
Project Cumulative	53%	8%	39%

Percentage of NL expenditures decreased from last quarter due to increased activity in Korea

4.0 Contracting and Procurement

Please see table below for listing of new contracts awarded with a value greater than \$250,000 during the reporting period January 1, 2015 to March 31, 2015. The table includes a description of the contract, name of the contractor and the contractor's location at time of award.

Contracting Activity Hebron Project Q1 2015		
Description	Contractor	Contractor Location (NL, OC, NC)
EMCP CONTRACTS		
Supply of Environmental Effects Monitoring Services	AMEC Foster Wheeler Environment and Infrastructure	NL
APL CONTRACTS		
Fabrication of anchor foundation, anchor base, piles and test frames	DF Barnes	NL
KKC CONTRACTS		
Prefabrication of Insulated Crude Oil Pump Caissons - 28"/46" dia (Ti)	Loterios s.r.l (NOSO)	NC
Prefabrication Water Pump Caissons - 38"/44"/58" dia (6Mo)	Loterios s.r.l (NOSO)	NC
Road Sand and Salt	Parsons Trucking Ltd.	NL
Top Shaft Bolts/Cables	FreyCan Major Projects Ltd.	OC
WORLEYPARSONS CONTRACTS		
Water Injection Filters	Amiad USA	NC

5.0 Other Interests

Hebron Project provides funding to rural NL schools for science and technology equipment



On March 10, 2015, Matt Koenig (left), Construction Advisor for the Hebron Project, Marystown, NL presented a cheque for \$10,000 to Lee Masters (right), Principal of Christ the King School, Rushoon, NL



On February 25, 2015, Peter Velez, GBS Site Manager for the Hebron Project, Bull Arm, NL presented a cheque for \$10,000 to staff at South West Arm Academy, Little Heart's Ease, NL. Left to right: Mr. Darren Ellis, Technology Support Teacher; Mr. Peter Velez; Mr. Gary Greening, Assistant Principal; Mr. Leon Porter, Principal