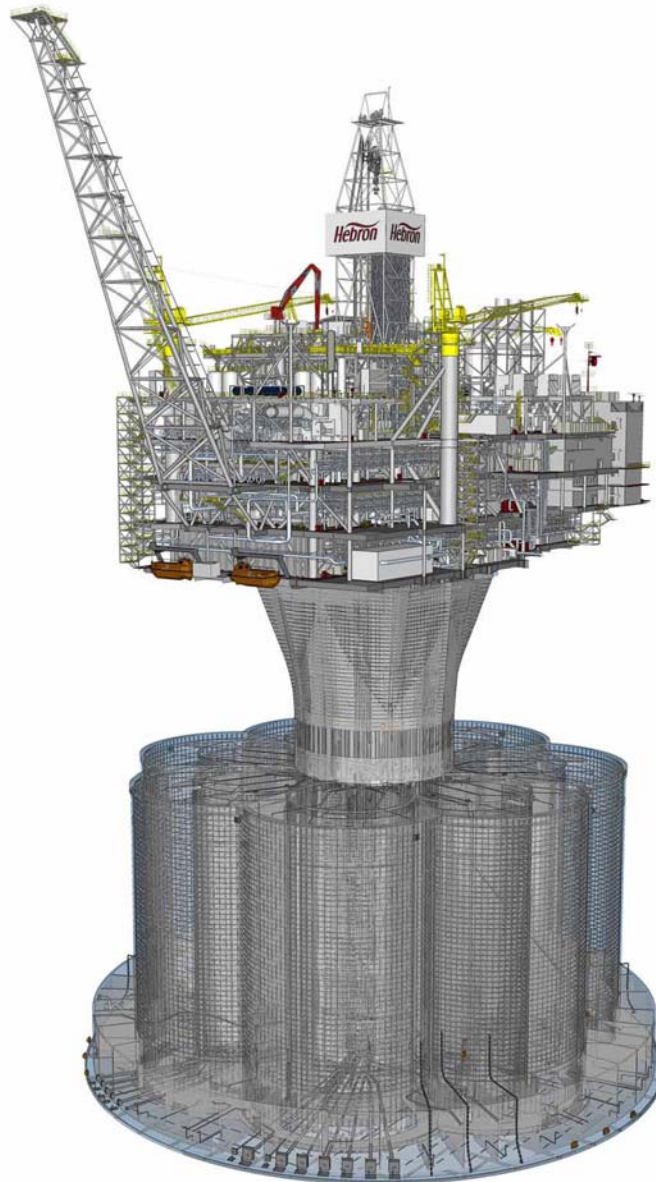




ExxonMobil Canada Properties



**Hebron Project Canada-Newfoundland and Labrador Benefits Report
for the Period April 1, 2015 to June 30, 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 April 1, 2015 to June 30, 2015 in the areas of employment, expenditures and other relevant areas.

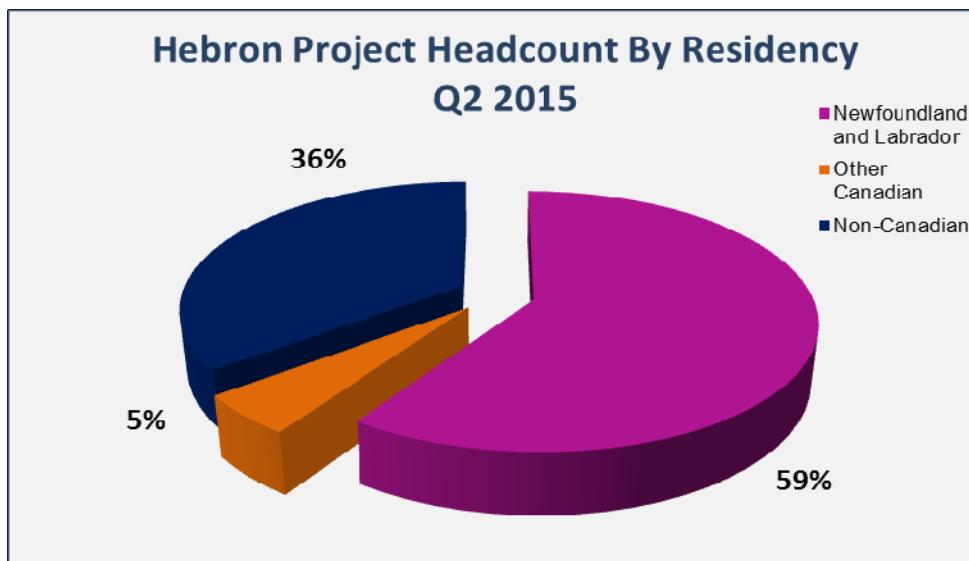
2.0 Employment

The total number of person hours worked on the Hebron Project during Q2 2015 was 4,998,312. The total number of people employed on the Hebron Project during Q2 2015 was 8,346 of which 4,961 (59%) were NL residents, 426 (5%) were Other Canadian and 2,959 (36%) 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 8,346 employed on the project during Q2 2015, 3,181 were working at Bull Arm site.

Total Employment Summary Hebron Project Q2 2015			
Direct Employment (Total Number of Persons)	Newfoundland and Labrador Residents (%)	Other Canadians (%)	Non-Canadians (%)
8,346	59%	5%	36%

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 Q2 2015



Employment Summary by Location Hebron Project Q2 2015						
Location	Total Number of Persons					
	Residency Status			Gender		TOTAL
	NL	OC	NC	Male	Female	
Newfoundland and Labrador	4,931	347	235	4,856	657	5,513
Other Canada	1	63	2	60	6	66
Outside Canada	29	16	2,722	2,669	98	2,767
TOTAL	4,961	426	2,959	7,585	761	8,346

Notes:

1. 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 Q2 2015					
Discipline	Number of Persons				Total number of Persons
	Male	%	Female	%	
Management	421	95%	23	5%	444
Administration	30	18%	140	82%	170
Engineers	489	89%	59	11%	548
Technicians	416	89%	53	11%	469
Professionals	490	73%	181	27%	671
Skilled Trades	3,043	93%	225	7%	3,268
Labour	2,666	98%	64	2%	2,730
Students	30	65%	16	35%	46
Other	-	-	-	-	-
Total:	7,585	91%	761	9%	8,346

Person Hour Summary Report Hebron Project Q2 2015	
Activity/Component	Total Person Hours
Project Management Team	295,461
Gravity Based Structure	1,617,706
Topsides	3,045,527
Offshore Loading System	39,618
Total (Q2 2015)	4,998,312
Total (Year to Date)	8,691,557
Project Cumulative	43,012,197

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 Q2 2015			
Reporting Period	Content		
	NL (%)	Other Canadian (%)	Non-Canadian (%)
Q2 2015	59%	6%	35%
Year to Date	57%	6%	37%
Project Cumulative	53%	8%	39%

4.0 Contracting and Procurement

The table below provides a listing of contract awards with a value greater than \$250,000 during the reporting period of April 1, 2015 to June 30, 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 Q2 2015		
Description	Contractor	Contractor Location (NL, OC, NC)
EMCP CONTRACTS		
Supply of Subsea Fibre-Optic Cable Communication System	Alcatel-Lucent Submarine Networks IT International Telecom Canada	NC OC
Supply of Engineering, Procurement, Construction and Maintenance Services	Aker Solutions	NL
KKC CONTRACTS		
Thermal Sprayed Aluminum (TSA) Application	Atlantic Maintenance Services Limited	NL
WORLEYPARSONS CONTRACTS		
Wood Group PSN Cahill (WGC): Water/Refreshments	AquaTerra Corporation	NL

5.0 Other Interests

Hebron Project employees, contractors raise \$48,000 for young adults with cancer

During May 2015 ExxonMobil Hebron GBS Project Manager Dave McCurdy put his head (and hair) on the line as he dared the team to exceed a fundraising record of \$18,592 as part of the organization's "Shave for the Brave" fundraising event led by KKC. McCurdy agreed to shave his head if the group met the challenge. In just over 14 days, the team raised over \$48,000 by rallying support from other employees and contractors, corporate partners, family members and friends.



Finishing touches are applied to Dave McCurdy's "Shave for the Brave"

Hebron sponsors Coalition of Persons with Disabilities Newfoundland and Labrador (COD-NL) Award

Hebron sponsored the COD-NL 2015 Inclusion Award which recognizes individuals, organizations and businesses that demonstrate leadership and commitment to enhancing accessibility, inclusion, universality and the elimination of barriers that may impede the full participation of persons with any type of disability in community life. The award was presented to Steele Communications during May 2015.



Gail Hickey (left), WorleyParsons Diversity Lead, presents COD-NL 2015 Inclusion Award to Steele Communications representative



Geoff Parker, Hebron Senior Project Manager, takes part in the Kids Eat Smart Gala social media countdown

Hebron provides funding to Kids Eat Smart Foundation

The Hebron Project promoted healthy learning in Newfoundland and Labrador schools through a donation of \$10,000 to Kids Eat Smart Foundation during April 2015. Hebron was a presenting sponsor of the 2015 Kids Eat Smart Gala.