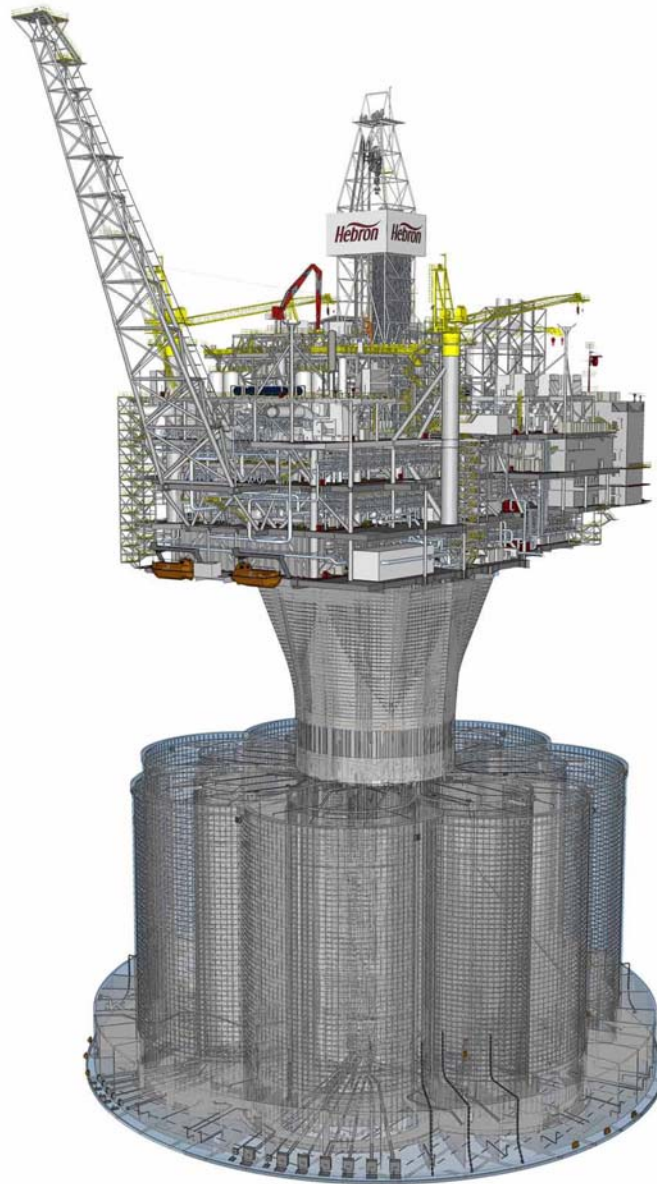




ExxonMobil Canada Properties



**Hebron Project Canada-Newfoundland and Labrador Benefits Report for
the Period October 1, 2015 to December 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), Chevron Resources Limited, Suncor Energy Inc. through the Hebron Petro-Canada Partnership, Statoil Canada Ltd. and Nalcor Energy. 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 October 1, 2015 to December 31, 2015 in the areas of employment, expenditures and other relevant areas.

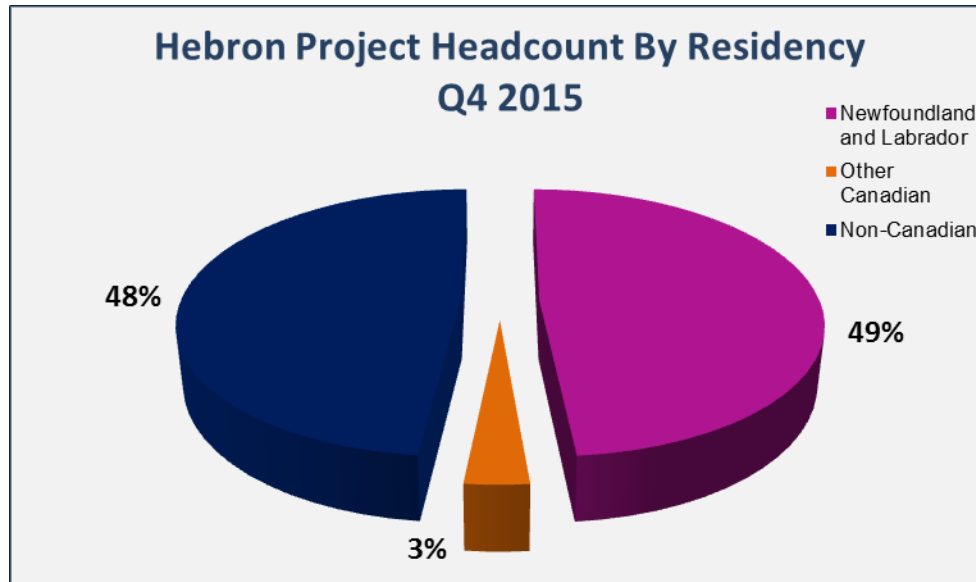
2.0 Employment

The total number of person hours worked on the Hebron Project during Q4 2015 was 5,657,517. The total number of people employed on the Hebron Project during Q4 2015 was 9,570 of which 4,650 (49%) were NL residents, 296 (3%) were Other Canadian and 4,624 (48%) 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 9,570 employed on the project during Q4 2015, 3,340 were working at Bull Arm site.

Total Employment Summary Hebron Project Q4 2015			
Direct Employment (Total Number of Persons)	Newfoundland and Labrador Residents	Other Canadians	Non-Canadians
9,570	49%	3%	48%

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 Q4 2015



Employment Summary by Location Hebron Project Q4 2015						
Location	Total Number of Persons					
	Residency Status			Gender		TOTAL
	NL	OC	NC	Male	Female	
Newfoundland and Labrador	4,624	229	222	4,390	685	5,075
Other Canada	-	20	-	12	8	20
Outside Canada	26	47	4,402	4,408	67	4,475
TOTAL	4,650	296	4,624	8,810	760	9,570

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 Q4 2015					
Discipline	Number of Persons				Total number of Persons
	Male	%	Female	%	
Management	374	94%	24	6%	398
Administration	27	17%	131	83%	158
Engineers	366	86%	58	14%	424
Technicians	394	88%	55	12%	449
Professionals	553	75%	182	25%	735
Skilled Trades	2,687	93%	213	7%	2,900
Labour	4,385	98%	83	2%	4,468
Students	24	63%	14	37%	38
Other	-	-	-	-	-
Total:	8,810	92%	760	8%	9,570

Person Hour Summary Report HEBRON PROJECT Q4 2015	
Activity/Component	Total Person Hours
Project Management Team	219,393
Gravity Based Structure	1,470,250
Topsides	3,885,600
Offshore Loading System	82,274
Total (Q4 2015)	5,657,517
Total (Year to Date)	20,137,152
Project Cumulative	56,492,282

Note: Project management team hours include third party contractors in support of the project management team and operations readiness group hours. Person hours and headcount are updated as more recent information becomes available. Reports may be subject to change.

Following a reassessment of hours, the total person hours during Q3 2015 totaled 5,788,078 and project cumulative totaled 50,834,765.

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 Q4 2015			
Reporting Period	Content		
	NL (%)	Other Canadian (%)	Non-Canadian (%)
Q4 2015	59%	5%	36%
Year to Date	59%	5%	36%
Project Cumulative	54%	7%	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 October 1, 2015 to December 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 Q4 2015		
Description	Contractor	Contractor Location (NL, OC, NC)
EMCP CONTRACTS		
Supply of Casing and Tubing Running Services	FI Oilfield Services Canada	NL
International Shunt Alternate Path Technology Screens	Schlumberger Canada Limited	NL
Supply of Drill Pipe Inspection, Storage, Repair, and Handling Services	Atlantic Inspection Services Inc.	NL
Supply of Clothing, Footwear, Rain Gear and Misc PPE items	Acklands Grainger	NL
SUBSEA 7 CONTRACTS		
Marine Base Services	Pennecon Energy Marine Base	NL
KKC CONTRACTS		
Mating Barge Grillage - Fabrication and Installation	Damen Shiprepair Amsterdam B.V.	NC
WORLEYPARSONS CONTRACTS		
Wood Group PSN Cahill (WGC): Provision of Sampling and Monitoring (Chemical & Biological Analysis)	AGAT Laboratories Ltd.	OC
Wood Group PSN Cahill (WGC): Provision of NDE/NDT Testing	TISI Canada Inc.	NL
Wood Group PSN Cahill (WGC): Provision of Hydraulic Services	Pennecon Energy Hydraulic Services	NL
Wood Group PSN Cahill (WGC): Onsite Machining Services	Compass Ltd.	NL

5.0 Other Interests



Sadie Sellars, Technical Manager for the Hebron Project, presenting cheque to Gail Tobin, CEO of Iris Kirby House

Funding Given to Iris Kirby House

On November 19, 2015, Sadie Sellars, Technical Manager for the Hebron Project, presented a cheque for \$10,000 to Gail Tobin, CEO of Iris Kirby House. This presentation took place at the annual Iris Kirby House Gala Fundraiser.

Hebron Presents Funding to Clarenville High School

On November 13, 2015, Peter Velez, Hebron GBS Site Manager, presented Clarenville High School with a cheque for \$3,000. The funding will be used to purchase school supplies.



Peter Velez, Hebron GBS Site Manager, presenting cheque to staff members of Clarenville High School



Hebron Recognizes Unions and contractors for Diversity Achievements

On October 19, 2015 the Hebron Project recognized the Resource Development Trades Council (RDTA), individual union affiliates and the Hebron Project Employers Association (HEPA) for their achievements in diversity at Bull Arm. Representatives were presented with plaques at an event held at the RDTA office.