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Mr. John A. Anderson
Office of Fossil Energy
U.S. Department of Energy
Docket Room 3F-056, FE-50
Forrestal Building
1000 Independence Avenue, S.W.
Washington, D.C. 20585
United States of America

Subject:

Pieridae Energy (USA) Ltd., FE Docket No. 14-179-LNG

Notice of Change in Control

Dear Mr. Anderson;

On October 24, 2014 Pieridae Energy (USA) Ltd. ("Pieridae US") filed an application (the "Application") with the Department of Energy Office of Fossil Fuel ("DOE/FE") for long-term, multi-contract authorization to export up to 292 billion cubic feet of natural gas per year from the United States of America to Canada for consumption in Canada, and through Canada to free trade agreement nations (the "FTA countries") and non-free trade agreement nations (the "Non-FTA countries"), after conversion into liquid natural gas ("LNG"). Pieridae US has requested that this authorization be effective for a 20-year term commencing on the earlier of (i) the date of first export and (ii) seven (7) years from the date of issuance of the authorization requested in the Application. The Application was supplemented on May 8, 2015 and was further supplemented on August 10, 2015.

On May 22, 2015, the DOE/FE granted Pieridae US authorization to export LNG to FTA countries in DOE/FE Order No. 3639 and on February 5, 2016, the DOE/FE granted Pieridae US authorization to export LNG to Non-FTA countries in DOE/FE Order No. 3768.

At all times Pieridae US is wholly-owned by Pieridae Energy Limited ("Pieridae"). On May 15, 2017 Pieridae and Pétrolia Inc. ("Pétrolia") entered into an agreement which contemplates that, on or before August 15, 2017, Pétrolia will acquire all of the issued and outstanding shares of Pieridae in exchange for shares of Pétrolia pursuant to a plan of arrangement effected under section 192 of the *Canada Business Corporations Act* and immediately thereafter, Pétrolia and Pieridae will amalgamate to form a new entity to be named "Pieridae Energy Limited". Pétrolia is a Canadian public corporation, the shares of which trade on the TSX Venture Exchange (the "Exchange").

Completion of the plan of arrangement is subject to, among other things, the approval of the Exchange and the approval from the shareholders of Pétrolia and Pieridae. If the plan of



arrangement is completed as contemplated, it will result in a "reverse takeover" of Pétrolia (as defined in the policies of the Exchange) pursuant to which the former shareholders of Pieridae will own, collectively, approximately 85% of the amalgamated corporation.

This Notice of Change in Control is filed pursuant to DOE/FE's Procedures for Changes in Control Affecting Applications and Authorizations To Import or Export Natural Gas.¹

Please contact the undersigned if you have any questions or require any clarification.

Yours truly,

General Counsel

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¹ U.S. Department of Energy, Procedures for Changes in Control Affecting Applications and Authorizations To Import or Export Natural Gas 79 Fed. Reg. 65,541 (November 5, 2014)