Management's Discussion and Analysis

For the three and six months ended

June 30, 2014 and 2013

MANAGEMENT'S DISCUSSION AND ANALYSIS

Management's Discussion and Analysis ("the MD&A") is dated August 12, 2014. The MD&A should be read in conjunction with TORC Oil & Gas Ltd.'s ("TORC" or the "Company") unaudited condensed interim financial statements as at and for the three and six months ended June 30, 2014 and the audited financial statements as at and for the year ended December 31, 2013. The reader should be aware that historical results are not necessarily indicative of future performance.

The financial data presented below has been prepared in accordance with International Financial Reporting Standards ("IFRS"), unless otherwise indicated.

Barrel of Oil Equivalent

Where amounts are expressed on a barrel of oil equivalent ("Boe") basis, natural gas volumes have been converted to Boe using a ratio of 6,000 cubic feet of natural gas to one barrel of oil equivalent. This conversion ratio is based upon an energy equivalent conversion method primarily applicable at the burner tip and does not represent value equivalence at the wellhead. Boe figures may be misleading, particularly if used in isolation.

Non-IFRS Measurements

The MD&A contains the terms "funds flow from operations, including transaction related costs/recovery", "funds flow from operations, excluding transaction related costs/recovery", "net debt" and "operating netback" which are not defined by IFRS and therefore may not be comparable to performance measures presented by others. Funds flow from operations, including transaction related costs/recovery represents cash flow from operating activities prior to changes in non-cash working capital and settlement of decommissioning obligations. Funds flow from operations, excluding transaction related costs/recovery represents cash flow from operating activities prior to changes in non-cash working capital, settlement of decommissioning obligations and transaction related costs/recovery. Working capital (net debt) is calculated as current assets (excluding financial derivative assets) less current liabilities (excluding financial derivative liabilities), bank debt and non-current deferred lease incentives. Operating netback represents revenue and realized gain or loss on financial derivatives, less royalties, operating expenses and transportation expenses and has been presented on a per Boe basis. Management believes that in addition to net income, the aforementioned non-IFRS measurements are useful supplemental measures as they assist in the determination of the Company's operating performance, leverage and liquidity. Investors should be cautioned, however, that these measures should not be construed as an alternative to both net income and net cash from operating activities, which are determined in accordance with IFRS, as indicators of the Company's performance.

The reconciliation between funds flow from operations, as defined above, and net cash from operating activities, as defined by IFRS, is as follows:

($ thousands)	**Three months ended June 30, 2014**	Three months ended June 30, 2013	**Six months ended June 30, 2014**	Six months ended June 30, 2013
Net cash from operating activities (defined by IFRS)	**$ 42,436**	$ 16,153	**$ 80,555**	$ 25,818
Settlement of decommissioning obligations	**21**	3	**63**	177
Changes in non-cash working capital	**8,198**	424	**17,244**	5,860
Funds flow from operations, including transaction related costs/recovery	**$ 50,655**	$ 16,580	**$ 97,862**	$ 31,855
Transaction related costs (recovery)	**80**	(183)	**80**	(275)
Funds flow from operations, excluding transaction related costs/recovery	**$ 50,735**	$ 16,397	**$ 97,942**	$ 31,580

The reconciliation of net debt, as defined above, is as follows:

	As at June 30, 2014	As at Dec 31, 2013
Current assets (excluding financial derivative assets)	**$ 26,939**	$ 50,068
Less: current liabilities (excluding financial derivative liabilities)	**(70,181)**	(109,971)
Less: bank debt	**(137,735)**	(85,000)
Less: non-current deferred lease incentives	**(192)**	(280)
Net debt	**$ (181,169)**	$ (145,183)

The reconciliation for operating netback is found within this MD&A.

TORC's reporting and measurement currency is the Canadian dollar. Amounts in this MD&A are in Canadian dollars unless otherwise stated.

Forward-Looking Statements

This MD&A contains forward-looking statements. More specifically, it contains forward-looking statements respecting: (i) TORC's expectation that it will continue to realize natural gas prices greater than AECO benchmarks, (ii) the anticipated sources of funding for the Company's capital program, (iii) the sufficiency of liquidity and capital resources to fund the Company's capital program and ongoing operations, and (iv) the Company's risk management activities and the benefits to be obtained therefrom.

The forward-looking statements contained in this MD&A are based on certain key expectations and assumptions made by TORC, including expectations and assumptions concerning the impact of increasing competition, the general stability of the economic and political environment in which TORC operates, the ability of the Company to obtain qualified staff, equipment and services in a timely and cost efficient manner, drilling results, the ability of the operator of the projects which the Company has an interest in to operate the field in a safe, efficient and effective manner, TORC's ability to obtain financing on acceptable terms, changes in the Company's banking facility, field production rates and decline rates, the ability to reduce operating costs, the ability to replace and expand oil and natural gas reserves through acquisition, development or exploration, the timing and costs of pipeline, storage and facility construction and expansion, the ability of the Company to secure adequate product transportation, future petroleum and natural gas prices, currency, exchange and interest rates, the regulatory framework regarding royalties, taxes and environmental matters in the jurisdictions in which the Company operates, and TORC's ability to successfully market its petroleum and natural gas products. Readers are cautioned that the foregoing list of factors is not exhaustive.

Although TORC believes that the expectations and assumptions on which the forward-looking statements are based are reasonable, undue reliance should not be placed on the forward-looking statements because TORC can give no assurance that they will prove to be correct. Since forward-looking statements address future events and conditions, by their very nature they involve inherent risks and uncertainties. Actual results could differ materially from those currently anticipated due to a number of factors and risks, including, without limitation, factors and risks associated with oil and gas exploration, development, exploitation, production, marketing and transportation, loss of markets, volatility of commodity prices, currency fluctuations, imprecision of reserve estimates, environmental risks, competition from other producers, inability to retain drilling rigs and other services, incorrect assessment of the value of acquisitions, failure to realize the anticipated benefits of acquisitions, the inability to fully realize the benefits of acquisitions, delays resulting from or inability to obtain required regulatory approvals and inability to access sufficient capital from internal and external sources. Additional information on these and other factors and risks that could affect the Company's operations and financial results are included in reports on file with Canadian securities regulatory authorities and may be accessed through the SEDAR website (www.sedar.com) or at the Company's website (www.torcoil.com). Furthermore, the forward looking statements contained in this document are made as at the date of this document and the Company does not undertake any obligation to update publicly or to revise any of the included forward looking statements, whether as a result of new information, future events or otherwise, except as may be required by applicable securities laws.

Asset Acquisitions

<u>Cardium and southeast Saskatchewan asset acquisitions</u>

During the three months ended June 30, 2014, the Company acquired various properties and working interests in its core Cardium areas and also in southeast Saskatchewan (in aggregate, the "Q2 Asset Acquisitions"). The total cash consideration paid was approximately $70 million after customary purchase price adjustments and added greater than 800 Boe per day of production (commencing on various transaction closing dates in April and May).

The acquisition of these assets increases and consolidates the Company's exposure in its light oil resource plays where the Company continues to achieve drilling and operational success.

Results of Operations

Production

	Three months ended June 30, 2014	Three months ended June 30, 2013	**Six months ended June 30, 2014**	Six months ended June 30, 2013
Crude oil (Bbl per day) [(1)]	**8,851**	3,150	**8,677**	3,118
NGL (Bbl per day) [(1) (2)]	**476**	213	**449**	210
Natural gas (Mcf per day) [(3)]	**10,734**	5,696	**10,185**	5,686
Total (Boe per day)	**11,116**	4,312	**10,824**	4,276
Production mix:				
Crude oil	**80%**	73%	**80%**	73%
NGL	**4%**	5%	**4%**	5%
Crude oil and NGL ("Liquids")	**84%**	78%	**84%**	78%
Natural gas	**16%**	22%	**16%**	22%

(1) "Bbl" refers to barrels.
(2) "NGL" refers to natural gas liquids.
(3) "Mcf" refers to thousand cubic feet.

Production in the three and six months ended June 30, 2014 increased 158% and 153%, respectively, compared to the three and six months ended June 30, 2013 (the "Corresponding Periods"). In addition to the Company's on-going drilling success, the increase includes production from the Q2 Asset Acquisitions (adding greater than 800 Boe per day, commencing on various transaction closing dates in April and May), as well as the acquisition of crude oil and natural gas assets located in southeast Saskatchewan which added approximately 5,700 Boe per day from the closing date on September 9, 2013 (the "SE Saskatchewan Acquisition").

Pricing

	Three months ended June 30, 2014	Three months ended June 30, 2013	**Six months ended June 30, 2014**	Six months ended June 30, 2013
Average realized prices:				
Crude oil ($ per Bbl)	**$ 99.66**	$ 87.92	**$ 96.85**	$ 85.81
NGL ($ per Bbl)	**55.82**	48.91	**60.76**	53.74
Natural gas ($ per Mcf)	**4.94**	3.71	**5.22**	3.48
Boe ($ per Boe)	**$ 86.51**	$ 71.65	**$ 85.08**	$ 69.96

During the three and six months ended June 30, 2014, TORC realized oil prices of $99.66 per Bbl and $96.85 per Bbl, respectively (Corresponding periods: $87.92 per Bbl and $85.81 per Bbl, respectively).

During the three and six months ended June 30, 2014, TORC's discount to WTI converted to Canadian dollars approximated $13 per Bbl and $14 per Bbl, respectively (Corresponding Periods: $9 per Bbl and $10 per Bbl, respectively). In both the three and six months ended June 30, 2014, TORC's discount to Edmonton Par averaged approximately $6 per Bbl (both Corresponding Periods: $5 per Bbl). The pricing differentials are a function of North American refinery supply/demand fundamentals as well as crude quality.

In the three and six months ended June 30, 2014, the Company realized gas prices of $4.94 per Mcf and $5.22 per Mcf, respectively (Corresponding Periods: $3.71 per Mcf and $3.48 per Mcf, respectively). In the three and six months ended June 30, 2014, the Company's realized gas prices were 17% and 12% above AECO benchmarks, respectively (Corresponding Periods: 16% and 15% above AECO benchmarks, respectively). TORC expects to continue to realize natural gas prices greater than AECO benchmarks due to the higher heat content of its natural gas.

(continued)

In the three and six months ended June 30, 2014, the average realized price across all products was $86.51 per Boe and $85.08 per Boe, respectively. For the three and six months ended June 30, 2014, the average realized price was higher by $14.86 per Boe and $15.12 per Boe, respectively, compared to the Corresponding Periods, owing largely to a higher commodity price environment across all products.

	Three months ended June 30, 2014	Three months ended June 30, 2013	**Six months ended June 30, 2014**	Six months ended June 30, 2013
Average Benchmark Prices:				
Crude oil – WTI *(US$ per Bbl)*	**102.98**	94.22	**100.81**	94.30
Crude oil – Edmonton Par *(CDN$ per Bbl)*	**105.36**	93.03	**102.71**	90.84
Natural gas – AECO Daily Spot *($ per Mcf)*	**4.22**	3.19	**4.65**	3.03
Natural gas – AECO Monthly Spot *($ per Mcf)*	**4.21**	3.23	**4.25**	3.00
Exchange rate – *(CDN$/US$)*	**1.09**	1.02	**1.10**	1.02

Revenues

($ thousands)	**Three months ended June 30, 2014**	Three months ended June 30, 2013	**Six months ended June 30, 2014**	Six months ended June 30, 2013
Crude oil	**$ 77,779**	$ 25,199	**$ 149,666**	$ 48,431
NGL	**4,907**	950	**7,390**	2,047
Natural gas	**4,823**	1,968	**9,621**	3,673
	$ 87,509	$ 28,117	**$ 166,677**	$ 54,151

Revenues in the three and six months ended June 30, 2014 increased compared to the Corresponding Periods due to the Company's on-going drilling success, increased realized prices for all commodities, increased crude oil weighting, and the addition of production from the Q2 Asset Acquisitions (which closed on various dates during the three months ended June 30, 2014), as well as the SE Saskatchewan Acquisition which closed on September 9, 2013.

Revenues from the sale of crude oil and NGL continue to be greater than 90% of all revenues.

Royalties

($ thousands, unless otherwise noted)	**Three months ended June 30, 2014**	Three months ended June 30, 2013	**Six months ended June 30, 2014**	Six months ended June 30, 2013
Royalties	**$ 14,421**	$ 3,966	**$ 26,793**	$ 7,546
$ per Boe	**$ 14.26**	$ 10.11	**$ 13.68**	$ 9.75
Percentage of revenue	**16%**	14%	**16%**	14%

Compared to the Corresponding Periods, the Company's corporate royalty rate (as a percentage of revenue) increased in the three and six months ended June 30, 2014. The increase in royalties is primarily due to higher royalty rates associated with the assets from the SE Saskatchewan Acquisition (at approximately 19% of revenue and includes the Saskatchewan Resource Tax) which closed in September 2013. The increase in royalties is also due to Crown royalty incentives that have expired for certain wells, as well as certain wells that were drilled which did not qualify for the Crown royalty incentives. The Q2 Asset Acquisitions did not have a significant impact on the royalty rates for the three and six months ended June 30, 2014.

Operating Expenses

($ thousands, unless otherwise noted)	**Three months ended June 30, 2014**	Three months ended June 30, 2013	**Six months ended June 30, 2014**	Six months ended June 30, 2013
Operating expenses	**$ 12,828**	$ 3,784	**$ 25,105**	$ 7,502
$ per Boe	**$ 12.68**	$ 9.64	**$ 12.81**	$ 9.69

For the three and six months ended June 30, 2014, operating expenses increased 32% on a per Boe basis compared to the Corresponding Periods. This increase primarily reflects the higher operating costs associated with the properties acquired in the SE Saskatchewan Acquisition (approximately $4 per Boe more, compared to the Company's Alberta properties).

Transportation Expenses

($ thousands, unless otherwise noted)	**Three months ended June 30, 2014**	Three months ended June 30, 2013	**Six months ended June 30, 2014**	Six months ended June 30, 2013
Transportation expenses	**$ 2,682**	$ 2,200	**$ 5,083**	$ 4,309
$ per Boe	**$ 2.65**	$ 5.60	**$ 2.59**	$ 5.57

For the three and six months ended June 30, 2014, the Company's transportation expenses decreased significantly on a per Boe basis, compared to the Corresponding Periods. This largely reflects the benefits associated with further development of infrastructure, economies of scale associated with greater volumes, and lower transportation costs associated with the properties acquired in the SE Saskatchewan Acquisition which closed in September 2013.

Operating Netbacks

($ per Boe, unless otherwise noted)	**Three months ended June 30, 2014**	Three months ended June 30, 2013	**Six months ended June 30, 2014**	Six months ended June 30, 2013
Average daily production *(Boepd)*	**11,116**	4,312	**10,824**	4,276
Crude oil ($ per Bbl)	**$ 99.66**	$ 87.92	**$ 96.85**	$ 85.81
NGL ($ per Bbl)	**$ 55.82**	$ 48.91	**$ 60.76**	$ 53.74
Natural gas *($ per Mcf)*	**$ 4.94**	$ 3.71	**$ 5.22**	$ 3.48
Average price prior to hedging	**$ 86.51**	$ 71.65	**$ 85.08**	$ 69.96
Realized gain (loss) on financial derivatives (hedging)	**$ (2.55)**	$ 0.05	**$ (2.04)**	$ 0.04
Royalties	**(14.26)**	(10.11)	**(13.68)**	(9.75)
Operating	**(12.68)**	(9.64)	**(12.81)**	(9.69)
Transportation	**(2.65)**	(5.60)	**(2.59)**	(5.57)
Operating netback	**$ 54.37**	$ 46.35	**$ 53.96**	$ 44.99
Operating netback (prior to hedging)	**$ 56.92**	$ 46.30	**$ 56.00**	$ 44.95

General and Administrative Expenses

During the three and six months ended June 30, 2014, the Company incurred the following general and administrative expenses ("G&A"):

($ thousands)	Three months ended June 30, 2014	Three months ended June 30, 2013	Six months ended June 30, 2014	Six months ended June 30, 2013
Gross general and administrative expenses	**$ 4,324**	$ 3,011	**$ 8,800**	$ 5,810
Recoveries [1]	**(269)**	(496)	**(938)**	(1,180)
Capitalized general and administrative expenses [2]	**(1,761)**	(876)	**(3,151)**	(1,453)
Total general and administrative	**$ 2,294**	$ 1,639	**$ 4,711**	$ 3,177
$ per Boe	**$ 2.27**	$ 4.17	**$ 2.40**	$ 4.10

(1) Recoveries refers to those G&A expenditures which under industry practice are reclassified to operating expenses, exploration and evaluation assets, or property, plant and equipment, dependent on their nature.

(2) Capitalized general and administrative expenses are those G&A expenditures which are directly attributable to the acquisition or exploration activities of the Company, and are therefore reclassified to exploration and evaluation assets, or property, plant and equipment, dependent on their nature.

Total general and administrative expenses in the three and six months ended June 30, 2014 increased 40% and 48%, respectively, compared to the Corresponding Periods. These increases were due to additional employees (resulting in additional employee compensation costs) and other administrative costs associated with the SE Saskatchewan Acquisition. However, for the three and six months ended June 30, 2014, G&A per Boe decreased 46% and 41%, respectively, compared to the Corresponding Periods reflecting improving G&A efficiencies on a Boe basis due to the Company's growth.

Finance Costs

($ thousands)	Three months ended June 30, 2014	Three months ended June 30, 2013	Six months ended June 30, 2014	Six months ended June 30, 2013
Interest expense and financing charges	**$ 1,973**	$ 150	**$ 3,037**	$ 73
Accretion on decommissioning obligations	**687**	90	**1,352**	159
Total	**$ 2,660**	$ 240	**$ 4,389**	$ 232
$ per Boe	**$ 2.63**	$ 0.61	**$ 2.24**	$ 0.30

For the three and six months ended June 30, 2014, interest expense and financing charges increased compared to the Corresponding Periods primarily due to the Company's bank debt incurred largely in connection with the Q2 Asset Acquisitions and the SE Saskatchewan Acquisition, as well as ongoing business activities.

Average bank debt was as follows:

($ thousands)	Three months ended June 30, 2014	Three months ended June 30, 2013	Six months ended June 30, 2014	Six months ended June 30, 2013
Bank debt	**$ 141,647**	$ -	**$ 116,457**	$ -

For the three and six months ended June 30, 2014, accretion on decommissioning obligations increased compared to the Corresponding Periods due to the additional decommissioning obligations assumed by the Company largely in connection with the Q2 Asset Acquisitions, the SE Saskatchewan Acquisition, as well as ongoing drilling activities.

Under IFRS, non-cash accretion expenses related to decommissioning obligations are presented as part of finance costs.

Stock-Based Compensation Expenses

Stock-based compensation expenses reflect the value ascribed to the non-cash compensation provided by the Company, and were calculated utilizing a fair value assessment methodology. These amounts are net of stock-based compensation costs capitalized to exploration and evaluation assets, and property, plant and equipment when they are related to exploration or acquisition activities (in the same manner that G&A expenses are capitalized).

($ thousands)	**Three months ended June 30, 2014**	Three months ended June 30, 2013	**Six months ended June 30, 2014**	Six months ended June 30, 2013
Stock-based compensation expenses	**$ 5,622**	$ 826	**$ 11,805**	$ 1,806
Capitalized stock-based compensation expenses	**(2,855)**	(412)	**(5,903)**	(901)
Total	**$ 2,767**	$ 414	**$ 5,902**	$ 905
$ per Boe	**$ 2.74**	$ 1.05	**$ 3.01**	$ 1.17

For the three and six months ended June 30, 2014, the dollar amounts of stock-based compensation expenses, net of capitalized amounts, increased compared to the Corresponding Periods, largely due to the grants of restricted awards and performance awards which were made in October 2013 to the Company's directors, officers and employees, as part of the Company's business model transition to a dividend plus growth company.

Depletion and Depreciation Expenses

For the three and six months ended June 30, 2014, the Company's depletion and depreciation expenses totaled $28.6 million ($28.31 per Boe) and $54.9 million ($28.00 per Boe), respectively, compared to the Corresponding Periods of $10.2 million ($26.07 per Boe) and $20.4 million ($26.35 per Boe), respectively.

For the three and six months ended June 30, 2014, the depletion and depreciation expenses on a total dollar basis, increased 180% and 169%, respectively, compared to the Corresponding Periods. This increase is largely due to depletable base additions, primarily from acquisitions (including the Q2 Asset Acquisitions and SE Saskatchewan Acquisition), as well as on-going drilling operations. On a per Boe basis, for the three and six months ended June 30, 2014, the depletion and depreciation expenses remained relatively consistent, increasing 9% and 6%, respectively compared to the Corresponding Periods.

Taxes

For the three and six months ended June 30, 2014, the Company recorded deferred income tax expenses of $5.2 million and $9.0 million, respectively (Corresponding Periods: $2.4 million and $4.2 million, respectively). The increase is consistent with the Company's higher pre-tax income in the three and six months ended June 30, 2014, compared to the Corresponding Periods.

Net Income

Net income for the three and six months ended June 30, 2014 were $13.5 million and $21.5 million, respectively (Corresponding Periods: $3.3 million and $4.5 million, respectively).

Basic net income per share for the three and six months ended June 30, 2014 were $0.15 and $0.23, respectively (Corresponding Periods: $0.09 and $0.12, respectively).

Diluted net income per share for the three and six months ended June 30, 2014 were $0.14 and $0.23, respectively (Corresponding Periods: $0.09 and $0.11, respectively).

Compared to the Corresponding Periods, the increased net income on a total dollar basis (as well as on a basic and diluted per share basis) for the three and six months ended June 30, 2014, is primarily due to higher crude oil prices and increased production.

Funds Flow from Operations, excluding Transaction Related Costs/Recovery

Funds flow from operations, excluding transaction related costs/recovery for the three and six months ended June 30, 2014 was $50.7 million and $97.9 million, respectively (Corresponding Periods: $16.4 million and $31.6 million, respectively).

Basic funds flow from operations, excluding transaction related costs/recovery per share for the three and six months ended June 30, 2014 was $0.55 and $1.07, respectively (Corresponding Periods: $0.42 and $0.82, respectively). Diluted funds flow from operations, excluding transaction related costs/recovery per share for the three and six months ended June 30, 2014 was $0.53 and $1.04, respectively (Corresponding Periods: $0.42 and $0.80, respectively).

Compared to the Corresponding Periods, the increased funds flow from operations on a total dollar basis (as well as on a basic and diluted per share basis) for the three and six months ended June 30, 2014, is primarily due to higher crude oil prices, increased production from drilling and acquisitions, as well as higher crude oil weighting in the Company's production mix.

Net Cash from Operating Activities

Net cash from operating activities for the three and six months ended June 30, 2014 was $42.4 million and $80.6 million, respectively (Corresponding Periods: $16.2 million and $25.8 million, respectively).

Basic net cash from operating activities per share for the three and six months ended June 30, 2014 was $0.46 and $0.88, respectively (Corresponding Periods: $0.42 and $0.67, respectively).

Diluted net cash from operating activities per share for the three and six months ended June 30, 2014 was $0.45 and $0.85, respectively (Corresponding Periods: $0.41 and $0.65, respectively).

Compared to the Corresponding Periods, the increased net cash from operating activities on a total dollar basis (as well as on a basic and diluted per share basis) for the three and six months ended June 30, 2014, is primarily due to higher crude oil prices, increased production from drilling and acquisitions, as well as higher crude oil weighting in the Company's production mix.

Capital Expenditures

Capital expenditures are summarized as follows:

($ thousands)	**Three months ended June 30, 2014**	Three months ended June 30, 2013	**Six months ended June 30, 2014**	Six months ended June 30, 2013
Cash:				
Land retention costs	**$ 139**	$ 161	**$ 339**	$ 359
Geological and geophysical	**17**	259	**207**	278
Drilling and completions	**11,409**	14,383	**44,132**	52,247
Equipment and facilities	**1,309**	3,554	**5,871**	14,939
Administrative assets	**31**	26	**96**	41
Exploration and development expenditures	**12,905**	18,383	**50,645**	67,864
Capitalized general and administrative expenses	**1,761**	876	**3,151**	1,453
Exploration and development expenditures, including capitalized G&A	**14,666**	19,259	**53,796**	69,317
Property acquisitions, net of dispositions	**70,617**	(556)	**70,590**	(324)
Total capital expenditures - cash items	**$ 85,283**	$ 18,703	**$ 124,386**	$ 68,993
Non-cash:				
Decommissioning obligations	**5,293**	613	**5,799**	4,151
Capitalized stock-based compensation	**2,855**	412	**5,903**	901
Total capital expenditures	**$ 93,431**	$ 19,728	**$ 136,088**	$ 74,045

In the three and six months ended June 30, 2014, the Company drilled four (2.8 net) wells and 17 (11.3 net) wells, respectively. In the Corresponding Periods, the Company drilled four (4.0 net) wells and 13 (9.6 net) wells, respectively.

The Company anticipates that the remainder of its 2014 exploration and development capital program (excluding acquisitions and dispositions) will be financed primarily through funds flow from operations, bank debt and proceeds from equity issuances, if any.

(continued)

As described in *Asset Acquisitions* section above, during the three months ended June 30, 2014, the Company acquired various properties and working interests in its core Cardium areas and also in southeast Saskatchewan. The total cash consideration paid was approximately $70 million after customary purchase price adjustments.

The Company does not set a budget for acquisitions. When making acquisitions, the Company considers opportunities that align with strategic parameters and evaluates and finances each prospect on a case-by-case basis.

Share Capital

	Three months ended June 30, 2014	Three months ended June 30, 2013	**Six months ended June 30, 2014**	Six months ended June 30, 2013
Weighted average outstanding common shares:				
Basic	**92,126,403**	38,620,829	**91,868,432**	38,603,901
Diluted	**95,014,845**	39,068,140	**94,352,402**	39,475,983
Outstanding Securities:				
Common shares	**93,233,996**	38,635,503	**93,233,996**	38,635,503
Stock options	**1,631,686**	1,700,273	**1,631,686**	1,700,273
Incentive shares	**74,345**	143,048	**74,345**	143,048
Restricted awards	**1,316,623**	-	**1,316,623**	-
Performance awards	**2,214,351**	-	**2,214,351**	-
Warrants	**2,415,099**	3,480,000	**2,415,099**	3,480,000

In September 2013, the Company consolidated its outstanding common shares, stock options, incentive shares and warrants on a 1 for 5 basis (the "Share Consolidation"). As a result, the number of outstanding common shares, stock options, incentive shares and warrants of comparative periods have been reduced by a factor of five, in order for the comparative common share, stock options, incentive shares, warrants, per share and per diluted share amounts to be equivalent.

In the six months ended June 30, 2014, 1,064,901 Warrants were exercised for total cash proceeds of $7.7 million. At June 30, 2014, there were 2.4 million Warrants outstanding of which 1.3 million of the Warrants were exercisable. The Warrants expire on December 16, 2015, five years from the date of grant.

The Company is authorized to issue an unlimited number of common shares and an unlimited number of preferred shares, issuable in series.

As at August 12, 2014, the Company had 93,344,317 common shares issued and outstanding, 1,631,686 stock options outstanding, 74,345 incentive shares outstanding, 2,221,232 performance awards outstanding, 1,322,861 restricted awards outstanding, and 2,394,316 warrants outstanding.

Liquidity and Capital Resources

The Company's net debt, as defined above in *Non-IFRS Measurements* , is as follows:

		As at June 30, 2014		As at Dec 31, 2013
Current assets (excluding financial derivative assets)	**$**	**26,939**	$	50,068
Less: current liabilities (excluding financial derivative liabilities)		**(70,181)**		(109,971)
Less: bank debt		**(137,735)**		(85,000)
Less: non-current deferred lease incentives		**(192)**		(280)
Net debt	**$**	**(181,169)**	$	(145,183)

Despite the Company's net debt position, it believes that cash flow from operations, combined with undrawn credit facility and its ability to access additional funding from capital markets, will provide sufficient resources for it to execute its business plans for the foreseeable future.

The Company may access the following capital resources.

Credit facility

At June 30, 2014, the Company had a reserves-based revolving credit facility of $375 million with a syndicate of banks (the "Credit Facility"), comprised of a $40 million operating facility from the operating lender (the "Operating Facility") and a $335 million syndicated facility with a syndicate of banks (the "Syndicated Facility"). Advances under the Credit Facility are available by way of direct advances, bankers' acceptances and standby letters of credit/guarantees. Direct advances bear interest at the prime rate, U.S. base rate or Libor rate, as applicable, plus a margin which is dependent on the Company's debt to trailing funds flow ratio. The bankers' acceptances bear interest at the applicable bankers' acceptance rate plus a stamping fee, based on the Company's debt to trailing funds flow ratio.

Both the Syndicated Facility and the Operating Facility are available on a revolving basis until April 28, 2015. On or before April 28, 2015, at TORC's request and subject to the approval of the lending syndicate, the Credit Facility may be extended for an additional 364 day period. In the event of non-extension, the undrawn portion of the Credit Facility will be cancelled and the amount outstanding will convert to a 364 day non-revolving term facility with repayment of the Credit Facility due on April 28, 2016. The Credit Facility is secured by a fixed and floating charge debenture on all of the Company's assets.

The borrowing base is primarily based on reserves and commodity prices estimated by the lenders. The borrowing base of the Company's Credit Facility is subject to review and redetermination by the lenders on a semi-annual basis and in the event of a change in the Company's borrowing base properties (including due to a disposition of assets beyond certain defined limits or a change which results in a material adverse effect, as determined by the lenders). In the normal course, the Company's next semi-annual credit facility evaluation is due to be completed by October 31, 2014.

Significant investor

The Company has a significant investor, the CPP Investment Board (“CPPIB”). For so long as CPPIB owns greater than 10% of the outstanding common shares of the Company, it has the right to participate in future offerings of securities by the Company, whether by way of public offering or private placement. This includes any offering of common shares and securities convertible or exchangeable into common shares, up to its pro rata ownership interest immediately prior to such offering in the case of a public offering or a private placement to five or more investors, in order to maintain its pro rata percentage ownership interest in the Company, and up to all of the offering in the case of a private placement to less than five investors.

Risk Management - Financial Derivatives

From time to time, the Company may enter into commodity price, interest rate and foreign exchange rate derivative contracts (also known as hedges) in order to protect acquisition economics and provide some stability of cash flows for capital spending planning purposes. Commodity prices, interest rates and foreign exchange rates fluctuate due to economic and political events. As well, commodity prices may fluctuate due to weather conditions and changes in supply and demand. The Company's risk management activities are conducted pursuant to the Company's risk management policies approved by the Board of Directors.

At June 30, 2014, the Company had the following commodity contracts outstanding:

Remaining term	Type	Volume (Bbl/d)	Price (per Bbl in Canadian dollars)	Reference
Jul 1, 2014 - Dec 31, 2014	Costless Collar	250	$90.00 - $104.03	C$WTI
Jul 1, 2014 - Dec 31, 2014	Costless Collar	500	$95.00 - $104.60	C$WTI
Jul 1, 2014 - Dec 31, 2014	Costless Collar	250	$95.00 - $105.00	C$WTI
Jul 1, 2014 - Dec 31, 2014	Costless Collar	500	$95.00 - $105.00	C$WTI
Jul 1, 2014 - Dec 31, 2014	Costless Collar	500	$95.00 - $105.00	C$WTI
Jul 1, 2014 - Dec 31, 2014	Costless Collar	250	$95.00 - $106.00	C$WTI
Jul 1, 2014 - Dec 31, 2014	Costless Collar	250	$90.00 - $107.25	C$WTI
Jul 1, 2014 - Dec 31, 2014	Costless Collar	250	$90.00 - $107.55	C$WTI
Jul 1, 2014 - Dec 31, 2014	Costless Collar	500	$95.00 - $108.50	C$WTI
Jul 1, 2014 - Jun 30, 2015	Costless Collar	500	$95.00 - $106.25	C$WTI
Jul 1, 2014 - Dec 31, 2015	Costless Collar	250	$90.00 - $110.55	C$WTI
Jul 1, 2014 - Dec 31, 2015	Costless Collar	250	$90.00 - $112.00	C$WTI
Jan 1, 2015 - Jun 30, 2015	Costless Collar	250	$90.00 - $108.00	C$WTI
Jan 1, 2015 - Jun 30, 2015	Costless Collar	250	$90.00 - $109.55	C$WTI
Jan 1, 2015 - Jun 30, 2015	Costless Collar	250	$90.00 - $111.00	C$WTI
Jan 1, 2015 - Jun 30, 2015	Costless Collar	250	$90.00 - $111.25	C$WTI
Jan 1, 2015 - Jun 30, 2015	Costless Collar	250	$90.00 - $112.75	C$WTI
Jan 1, 2015 - Dec 31, 2015	Costless Collar	250	$90.00 - $108.15	C$WTI
Jan 1, 2015 - Dec 31, 2015	Costless Collar	250	$90.00 - $111.75	C$WTI
Jan 1, 2015 - Dec 31, 2015	Costless Collar	250	$90.00 - $111.75	C$WTI
Jan 1, 2015 - Dec 31, 2015	Costless Collar	250	$90.00 - $113.75	C$WTI
Jan 1, 2015 - Dec 31, 2015	Costless Collar	250	$90.00 - $115.85	C$WTI

At June 30, 2014, the mark-to-market value of these commodity contracts totaled a liability of $5.4 million.

Contractual Obligations

The following table lists the Company's contractual obligations as at June 30, 2014 and the expected timing of these obligations:

($ thousands)	**Total**	Less than 1 year	1-2 years	3-5 years	Thereafter
Trade and other payables	**$ 65,808**	$ 65,808	$ -	$ -	$ -
Dividends payable	**4,196**	4,196	-	-	-
Operating leases (office rent)	**2,618**	1,257	1,257	104	-
Bank debt	**137,735**	-	137,735	-	-
Total	**$ 210,357**	$ 71,261	$ 138,992	$ 104	$ -

Operating commitments

The Company is, or will be, obligated to pay various costs associated with operations incurred in the normal course of business. These costs include royalties paid to provincial governments, surface lease rentals and mineral rights to various landowners, abandonment and reclamation costs, farm-in commitments and office leases. These costs are highly dependent on the future operating environment and are subject to changes in commodity prices, ownership, production volumes and government policies.

(continued)

Working capital

The Company manages the pace of its capital spending related to drilling operations by continuously monitoring production, commodity prices and resulting cash flows. Should circumstances affect cash flow in a detrimental way, the Company is capable of reducing its capital spending levels.

The industry has a pre-arranged monthly clearing day for payment of revenues from all buyers of crude oil, NGL and natural gas. This occurs on the 25th day following the month of sale. As a result, the Company's production revenues are collected in an orderly fashion. To the extent that the Company has joint venture partners in its activities it collects the partners' share of capital and operating expenses on a monthly basis. These are subject to normal collection risk.

Accounts payable consist of amounts payable to suppliers relating to capital spending, field operating activities and office expenses. These invoices are processed within the Company's normal payment cycle.

Business Conditions and Risks

The Company is engaged in the acquisition, exploration, development and production of crude oil and natural gas assets. TORC's business is inherently risky and there is no assurance that hydrocarbon reserves will be discovered and economically produced. Financial risks associated with the petroleum industry include fluctuations in commodity prices, interest rates, currency exchange rates, and the ability to access debt and equity financing at reasonable cost. Operational risks include competition, environmental factors, reservoir performance uncertainties, a complex regulatory environment and safety concerns.

TORC uses its technical, technological and industry knowledge to evaluate potential hydrocarbon plays in order to pay what it believes are economically sound prices that benefit shareholders. The Company's focus is on areas in which the prospects are understood by management.

The Company minimizes its business risks by operating a large number of its properties. This enables TORC to control the timing, direction and costs related to exploration and development opportunities. TORC's geological focus is on areas in which the prospects are understood by management. Technological tools are regularly used to reduce risk and increase the probability of success.

The Company complies with all government regulations and has an up-to-date emergency response plan that has been communicated to field operations by management. The Company also carries insurance coverage to protect itself against potential losses. Maintaining a highly motivated and talented staff of petroleum and natural gas professionals further minimizes the business risk.

TORC relies on appropriate sources of funding to support the various stages of its business strategy:

- Internally-generated cash flow from production is used to fund business activities;
- New equity, if available on favourable terms, may be utilized to fund acquisitions and to expand capital programs, when appropriate; and
- Debt may be utilized to fund acquisitions and to expand capital programs.

The Company is exposed to commodity price and market risk for its principal products of crude oil and natural gas. Commodity prices are influenced by a wide variety of factors, most of which are beyond TORC's control. To manage this risk, from time to time, the Company may enter into a number of financial derivative contracts for hedging purposes. These derivative contracts may include contracts related to crude oil and natural gas prices, as well as foreign exchange and interest rates. The Company may also, from time to time, enter into fixed physical contracts. The Company monitors the cost and associated benefit of these instruments and contracts as well as any debt levels and utilization rates on bank lines, and utilizes these derivatives and contracts when warranted.

Inflation risks subject the Company to potential erosion of product netbacks. For example, increasing domestic prices for oil and natural gas production equipment and services can inflate the costs of operations. In addition, increasing costs of undeveloped land can inflate costs of both asset and corporate acquisitions.

The supply of service and production equipment at competitive prices is critical to the ability to add reserves at a reasonable cost and produce them in an economic and timely fashion. In periods of increased activity, these services and supplies can become difficult to obtain. The Company attempts to mitigate this risk by developing strong long-term relationships with suppliers and contractors and maintaining an appropriate inventory of production equipment.

(continued)

Demand for crude oil, NGL and natural gas produced by the Company exists within Canada and the United States; however, crude oil prices are affected by worldwide supply and demand fundamentals while natural gas prices are currently primarily affected by North American supply and demand fundamentals. Demand for natural gas liquids is influenced mainly by the demand for petrochemicals in North American and off-shore markets. TORC mitigates these risks as follows:

- TORC attempts to explore for and produce crude oil that is of high quality, mitigating its exposure to adverse quality differentials;
- Natural gas production will generally be connected to established pipeline infrastructures that operate with minimal interruptions;
- Sale arrangements will vary in term and pricing structure creating a diverse portfolio that minimizes risk of exposure to any one market; and
- Financial derivative contracts may be used where appropriate to manage commodity price volatility.

Off Balance Sheet Arrangements

TORC is not involved with any contractual arrangement under which a non-consolidated entity may have an obligation under certain guarantee contracts, a retained or contingent interest in assets transferred to a non-consolidated entity or similar arrangement that serves as credit, liquidity or market risk support to that entity for such assets. TORC has no obligation under financial instruments or a variable interest in an unconsolidated entity that provides financing, liquidity, market risk or credit risk support to the Company.

Critical Accounting Estimates

The preparation of financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Estimates and underlying assumptions are reviewed on an ongoing basis. Actual results may differ from these estimates.

Reserves

The estimation of reserves is critical to various accounting estimates. It requires judgments based on available geophysical, geological, engineering and economic data. These estimates can change materially as information from ongoing exploratory, development and production activities becomes available. These estimates can also change as economic conditions impacting crude oil and natural gas prices, royalties and operating costs change. Reserve estimates can change net income through depletion expense, accretion expense from decommissioning obligations and the application of impairment tests. Revisions or changes in reserve estimates can have either a positive or a negative impact on net income.

Decommissioning obligations

The calculation of decommissioning obligations is based on estimated costs to abandon and reclaim its net ownership in all wells and facilities, the estimated timing of the costs to be incurred and economic inflation and discount rates. These estimates can change due to technological advances, governmental and regulatory laws and regulations or economic conditions and can impact the amount of the decommissioning obligations and net income.

Stock-based compensation

The Company's estimate of stock-based compensation is dependent upon estimates of historic volatility, forfeiture rates and an assessment of achieving performance conditions. These estimates can impact net income and contributed surplus.

Financial derivatives

By their very nature, the estimated fair value of financial derivative contracts resulting in financial derivative contract assets and liabilities are subject to measurement uncertainty.

Deferred income taxes

The calculation of deferred income taxes includes estimates of reversal of temporary differences, tax rates substantively enacted and likelihood of assets being realized. These estimates can impact net income and deferred tax liabilities.

Environmental Regulation and Risk

The oil and gas industry has various environmental risks subject to regulation by various governmental bodies. Environmental legislation includes, but is not limited to, operational controls, site restoration and abandonment requirements and restrictions on emissions of various substances related to the production of oil and natural gas. Compliance with this legislation may require additional costs and a failure to comply may result in fines and penalties.

TORC is committed to minimizing the environmental impact from its operations through an environmental program which includes stakeholder communication, resource conservation and site restoration.

Disclosure Controls and Internal Controls Over Financial Reporting

Disclosure controls

The Chief Executive Officer and Chief Financial Officer are responsible for the design and operating effectiveness of internal controls over financial reporting ("ICFR") and disclosure controls and procedures ("DC&P") of the Company.

Internal control over financial reporting

In accordance with National Instrument NI 52-109, the Chief Executive Officer and Chief Financial Officer have filed certifications stating that DC&P and ICFR of the Company have been adequately designed and that there have been no changes in ICFR that have materially affected, or are reasonably likely to materially affect, ICFR.

Additional Information

Additional information can be obtained by contacting the Company at TORC Oil & Gas Ltd., Suite 1800, Eighth Avenue Place, 525 - 8th Avenue SW, Calgary, Alberta, Canada T2P 1G1. Additional information is also available on www.sedar.com and on the Company's website www.torcoil.com.

Summary of Quarterly and Annual Results

(in $000's of dollars, except per share amounts)	Q2 2014	Q1 2014	Q4 2013 (1)	Q3 2013	Q2 2013	Q1 2013	Q4 2012 (1)	Q3 2012 (1)
Petroleum and natural gas sales	**87,509**	79,168	68,206	41,717	28,117	26,034	14,567	6,237
Net income (loss)	**13,494**	8,029	(17,841)	3,287	3,340	1,130	(13,677)	(1,659)
Per share – basic (2)	**0.15**	0.09	(0.20)	0.06	0.09	0.03	(0.47)	(0.08)
Per share – diluted (2)	**0.14**	0.09	(0.20)	0.06	0.09	0.03	(0.47)	(0.08)
Funds flow from operations, including transaction related costs/recovery (3)	**50,655**	47,207	41,458	16,223	16,580	15,274	16,580	2,932
Per share – basic (2)	**0.55**	0.52	0.45	0.32	0.43	0.40	0.15	0.14
Per share – diluted (2)	**0.53**	0.50	0.45	0.32	0.42	0.38	0.14	0.14
Funds flow from operations, excluding transaction related costs/recovery (3)	**50,735**	47,207	40,769	24,163	16,397	15,274	16,397	2,932
Per share – basic (2)	**0.55**	0.52	0.45	0.48	0.42	0.40	0.28	0.14
Per share – diluted (2)	**0.53**	0.50	0.44	0.47	0.42	0.38	0.26	0.14
Net cash from (used in) operating activities (4)	**42,436**	38,119	46,912	6,055	16,153	9,665	3,076	(172)
Per share – basic (2)	**0.46**	0.42	0.51	0.12	0.42	0.25	0.11	(0.01)
Per share – diluted (2)	**0.45**	0.40	0.50	0.12	0.41	0.24	0.11	(0.01)
Total assets	**1,273,256**	1,214,575	1,215,153	1,200,628	611,283	627,989	627,457	361,755
Total long-term financial liabilities	**252,502**	198,189	183,725	194,647	29,006	25,995	20,806	10,865
Dividends declared per share	**0.1350**	0.1350	0.1283	0.0417	-	-	-	-
Net working capital (net debt) (5)	**(181,169)**	(145,528)	(145,183)	(121,486)	(2,088)	38	35,077	(3,392)

(footnotes on next page)

(in $000's of dollars, except per share amounts)	Year ended Dec 2013 (1)	Year ended Dec 2012 (1)	Year ended Dec 2011 (1)
Petroleum and natural gas sales	164,074	32,711	3,369
Net loss	(10,084)	(18,767)	(4,667)
Per share – basic (2)	(0.18)	(0.81)	(0.28)
Per share – diluted (2)	(0.18)	(0.81)	(0.28)
Funds flow from operations, including transaction related costs/recovery (3)	89,536	13,396	521
Per share – basic (2)	1.63	0.58	0.03
Per share – diluted (2)	1.60	0.54	0.03
Funds flow from operations, excluding transaction related costs/recovery (3)	96,512	17,193	521
Per share – basic (2)	1.76	0.74	0.03
Per share – diluted (2)	1.72	0.69	0.03
Net cash from (used in) operating activities (4)	78,785	8,514	(600)
Per share – basic (2)	1.44	0.37	(0.04)
Per share – diluted (2)	1.40	0.34	(0.04)
Total assets	1,215,153	627,457	368,462
Total long-term financial liabilities	183,725	20,806	7,201
Dividends declared per share	0.1700	-	-
Net working capital (net debt) (5)	(145,183)	35,077	81,138

(1) *The diluted number of shares is equivalent to the basic number of shares due to stock options, incentive shares, performance and restricted awards, and/or warrants being antidilutive in periods where the Company has a "net loss" or "net cash used in operating activities". Therefore, the diluted per share amounts in these periods are equivalent to the basic per share amounts.*

(2) *The corporate acquisition of Vero Energy Inc. ("Vero") in November 2012 has been accounted for as a reverse takeover. As a result, the number of outstanding common shares, stock options, incentive shares and warrants of comparative periods have been reduced by a factor of 0.87 (the arrangement exchange ratio), in order for the comparative common share, stock options, incentive shares, warrants, per share and per diluted share amounts to be equivalent. In addition, in September 2013, the Company consolidated its outstanding common shares, stock options, incentive shares and warrants on a 1 for 5 basis. As a result, the number of outstanding common shares, stock options, incentive shares and warrants of comparative periods have been reduced by a factor of five, in order for the comparative common share, stock options, incentive shares, warrants, per share and per diluted share amounts to be equivalent.*

(3) *"Funds flow from operations, including transaction related costs/recovery" and "funds flow from operations, excluding transaction related costs/recovery" should not be considered an alternative to, or more meaningful than, "net cash from (used in) operating activities" as determined in accordance with International Financial Reporting Standards ("IFRS") as an indicator of TORC's performance. "Funds flow from operations, including transaction related costs/recovery" represents net cash from (used in) operating activities prior to changes in non-cash working capital and settlement of decommissioning obligations. "Funds flow from operations, excluding transaction related costs/recovery" represents net cash from (used in) operating activities prior to changes in non-cash working capital, settlement of decommissioning obligations and transaction related costs. TORC also presents "funds flow from operations, including transaction related costs/recovery" and "funds flow from operations, excluding transaction related costs/recovery" on a per share basis, whereby per share amounts are calculated using weighted average shares outstanding consistent with the calculation of earnings per share.*

(4) *Net cash from (used in) operating activities is determined in accordance with IFRS and includes changes in non-cash working capital.*

(5) *Net working capital (net debt) is calculated as current assets (excluding financial derivative assets) less: i) current liabilities (excluding financial derivative liabilities), ii) bank debt, and iii) non-current deferred lease incentives.*

Since its incorporation on March 23, 2010, the Company has accumulated light oil resource prone acreage and is delineating and developing its resource base. In November 2012, the Company acquired Vero and completed an equity financing. In September 2013, the Company acquired significant assets in southeast Saskatchewan, along with another equity financing. These important events, along with organic drilling growth, have resulted in an increase in total assets, comprised largely of land and wells, as well as increased petroleum and natural gas sales, influenced by commodity prices and commodity mix.

TORC
Oil & Gas Ltd

Condensed Interim Financial Statements

As at June 30, 2014

and for the three and six months ended

June 30, 2014 and 2013

FINANCIAL STATEMENTS

TORC Oil & Gas Ltd.

Condensed Interim Statements of Financial Position
(unaudited)
(in $000's of Canadian dollars)

	Note	As at June 30, 2014	As at December 31, 2013
Assets			
Cash and cash equivalents		$ -	$ 13,626
Trade and other receivables		25,050	34,418
Deposits and prepaid expenses		1,889	2,024
Total current assets		26,939	50,068
Exploration and evaluation assets	4	126,872	129,093
Property, plant and equipment	5	1,119,445	1,035,992
Total non-current assets		1,246,317	1,165,085
Total assets		$ 1,273,256	$ 1,215,153
Liabilities			
Trade and other payables		$ 65,808	$ 105,680
Dividends payable		4,196	4,114
Deferred lease incentives		177	177
Financial derivative liability	12	5,404	220
Total current liabilities		75,585	110,191
Bank debt	11	137,735	85,000
Deferred lease incentives		192	280
Decommissioning obligations	6	100,133	93,045
Deferred tax liability		14,442	5,400
Total non-current liabilities		252,502	183,725
Total liabilities		$ 328,087	$ 293,916
Equity			
Share capital		$ 975,226	$ 958,754
Contributed surplus		22,676	11,881
Deficit		(52,733)	(49,398)
Total equity		945,169	921,237
Total liabilities and equity		$ 1,273,256	$ 1,215,153

See accompanying notes to the condensed interim financial statements.

FINANCIAL STATEMENTS

TORC Oil & Gas Ltd.

Condensed Interim Statements of Income and Comprehensive Income
(unaudited)
(in $000's of Canadian dollars, except per share amounts)

	Note	**Three months ended June 30, 2014**	Three months ended June 30, 2013	**Six months ended June 30, 2014**	Six months ended June 30, 2013
Revenues					
Petroleum and natural gas sales		**$ 87,509**	$ 28,117	**$ 166,677**	$ 54,151
Royalties		**(14,421)**	(3,966)	**(26,793)**	(7,546)
		73,088	24,151	**139,884**	46,605
Realized gain (loss) on financial derivatives		**(2,576)**	19	**(4,006)**	36
Unrealized gain (loss) on financial derivatives		**120**	(150)	**(5,184)**	(1,731)
		70,632	24,020	**130,694**	44,910
Expenses					
Operating		**12,828**	3,784	**25,105**	7,502
Transportation		**2,682**	2,200	**5,083**	4,309
General and administrative		**2,294**	1,639	**4,711**	3,177
Transaction related costs (recovery)		**80**	(183)	**80**	(275)
Finance costs		**2,660**	240	**4,389**	232
Stock-based compensation		**2,767**	414	**5,902**	905
Depletion and depreciation		**28,639**	10,231	**54,856**	20,392
		51,950	18,325	**100,126**	36,242
Income before income taxes		**18,682**	5,695	**30,568**	8,668
Deferred income tax		**5,188**	2,355	**9,045**	4,198
Income and comprehensive income		**$ 13,494**	$ 3,340	**$ 21,523**	$ 4,470
Income per share:					
Basic	10	**$ 0.15**	$ 0.09	**$ 0.23**	$ 0.12
Diluted	10	**$ 0.14**	$ 0.09	**$ 0.23**	$ 0.11

See accompanying notes to the condensed interim financial statements.

TORC Oil & Gas Ltd.

Condensed Interim Statements of Changes in Equity
(unaudited)
(in $000's of Canadian dollars, unless otherwise noted)

	Number of common shares	Number of warrants	Share capital	Contributed surplus	Deficit	Total equity
Balance at December 31, 2012	38,585	3,480	$558,630	$6,165	($23,791)	$541,004
Stock-based compensation	-	-	-	1,806	-	1,806
Issued on vesting of incentive shares	50	-	-	-	-	-
Transfer of stock-based compensation on vesting of incentive shares	-	-	869	(869)	-	-
Share issue cost recovery, net of tax of $0.1 million	-	-	193	-	-	193
Income for the period	-	-	-	-	4,470	4,470
Balance at June 30, 2013	**38,635**	**3,480**	**$559,692**	**$7,102**	**($19,321)**	**$547,473**
Balance at December 31, 2013	91,423	3,480	$958,754	$11,881	($49,398)	$921,237
Stock-based compensation	-	-	-	11,805	-	11,805
Issued on vesting of incentive shares	55	-	-	-	-	-
Transfer of stock-based compensation on vesting of incentive shares	-	-	1,010	(1,010)	-	-
Issued on exercise of warrants	1,065	(1,065)	7,657	-	-	7,657
Issued on exercise of stock options	8	-	61	-	-	61
Share issue costs, net of tax of $0.003 million	-	-	(9)	-	-	(9)
Dividends to shareholders	-	-	-	-	(24,858)	(24,858)
Issued pursuant to the share dividend program	683	-	7,753	-	-	7,753
Income for the period	-	-	-	-	21,523	21,523
Balance at June 30, 2014	**93,234**	**2,415**	**$975,226**	**$22,676**	**($52,733)**	**$945,169**

See accompanying notes to the condensed interim financial statements.

FINANCIAL STATEMENTS

TORC Oil & Gas Ltd.

Condensed Interim Statements of Cash Flows
(unaudited)
(in $000's of Canadian dollars)

	Three months ended June 30, 2014	Three months ended June 30, 2013	**Six months ended June 30, 2014**	Six months ended June 30, 2013
Cash flows from (used in) operating activities:				
Income for the period	**$ 13,494**	$ 3,340	**$ 21,523**	$ 4,470
Depletion and depreciation	**28,639**	10,231	**54,856**	20,392
Stock-based compensation	**2,767**	414	**5,902**	905
Deferred income tax	**5,188**	2,355	**9,045**	4,198
Accretion on decommissioning obligations	**687**	90	**1,352**	159
Unrealized loss (gain) on financial derivatives	**(120)**	150	**5,184**	1,731
Settlement of decommissioning obligations	**(21)**	(3)	**(63)**	(177)
Change in non-cash working capital	**(8,198)**	(424)	**(17,244)**	(5,860)
Net cash from operating activities	**42,436**	16,153	**80,555**	25,818
Cash flows from (used in) investing activities:				
Additions to exploration and evaluation assets	**(112)**	(13,245)	**(237)**	(25,612)
Additions to property, plant and equipment	**(14,554)**	(6,058)	**(53,559)**	(44,238)
Property acquisitions	**(70,625)**	-	**(71,091)**	-
Proceeds from disposition of oil and gas properties	**8**	602	**501**	752
Change in non-cash working capital	**563**	(11,054)	**(13,213)**	(16,780)
Net cash used in investing activities	**(84,720)**	(29,755)	**(137,599)**	(85,878)
Cash flows from (used in) financing activities:				
Proceeds from bank debt	**43,212**	-	**52,735**	-
Proceeds from issue of share capital	**7,687**	-	**7,718**	-
Share issue costs	**(3)**	(2)	**(12)**	255
Dividends	**(8,612)**	-	**(17,023)**	-
Net cash from (used in) financing activities	**42,284**	(2)	**43,418**	255
Change in cash and cash equivalents	**-**	(13,604)	**(13,626)**	(59,805)
Cash and cash equivalents, beginning of period	**-**	33,514	**13,626**	79,715
Cash and cash equivalents, end of period	**$ -**	$ 19,910	**$ -**	$ 19,910

See accompanying notes to the condensed interim financial statements.

TORC Oil & Gas Ltd.

Notes to the Condensed Interim Financial Statements
As at June 30, 2014 and for the three and six months ended June 30, 2014 and 2013
(unaudited)
(in $000's of Canadian dollars, unless otherwise noted)

1. Reporting entity

TORC Oil & Gas Ltd. (the “Company” or "TORC") was incorporated pursuant to the Business Corporations Act (Alberta) on March 23, 2010 as 1525893 Alberta Ltd. The Company's name was changed to TORC Oil & Gas Ltd. on December 17, 2010. The Company's principal business activity is the exploration for and production of petroleum and natural gas in the Western Canadian Sedimentary Basin.

The Company's principal place of business is located at Suite 1800, Eighth Avenue Place, 525 - 8th Avenue SW, Calgary, Alberta, Canada T2P 1G1.

2. Basis of preparation

In September 2013, the Company consolidated its outstanding common shares, stock options, incentive shares and warrants on a 1 for 5 basis (the "Share Consolidation"). As a result, the number of outstanding common shares, stock options, incentive shares and warrants of comparative periods have been reduced by a factor of five, in order for the comparative common share, stock options, incentive shares, warrants, per share and per diluted share amounts to be equivalent.

These condensed interim financial statements and the notes thereto should be read in conjunction with TORC's audited financial statements as at and for the year ended December 31, 2013, and do not include all of the information required for full annual financial statements.

These condensed interim financial statements are unaudited and have been prepared in accordance with IAS 34 Interim Financial Reporting using accounting policies consistent with International Financial Reporting Standards ("IFRS") issued by the International Accounting Standards Board ("IASB") and interpretations of the International Financial Reporting Interpretations Committee ("IFRIC").

The accounting policies applied for the condensed interim financial statements as at and for the three and six months ended June 30, 2014 do not differ significantly from those applied for the financial statements as at and for the year ended December 31, 2013 which have been prepared on the basis of IFRS issued by the IASB and interpretations of the IFRIC.

These condensed interim financial statements were approved by the Company's Board of Directors on August 12, 2014.

3. Cardium and southeast Saskatchewan asset acquisitions

During the three months ended June 30, 2014, the Company acquired properties and working interests in its core Cardium areas as well as in southeast Saskatchewan (together, the "Asset Acquisitions").

The Company believes the low decline, high netback, light oil producing characteristics of the Asset Acquisitions are complementary to TORC’s light oil focused strategy.

Transaction costs incurred by the Company totaling $0.1 million related to the Asset Acquisitions were expensed in the statement of income and comprehensive income.

(continued)

(in $000's of Canadian dollars, unless otherwise noted)

The Asset Acquisitions have been accounted for using the acquisition method of accounting, with the operating results included in the Company's financial and operating results commencing on the respective closing dates of the acquisitions.

Consideration paid [(1)]	$	70,009
Net assets acquired, at estimated fair value		
Property, plant and equipment	$	74,875
Decommissioning obligations		(4,866)
	$	70,009

(1) *Consideration paid includes $68.7 million of cash paid and an additional $1.3 million of estimated purchase price adjustments.*

The above amounts are estimates, which were made by management at the time of the preparation of these financial statements based on information then available. Amendments may be made to these amounts as values subject to estimate are finalized.

The fair value of property, plant and equipment has been determined with reference to an independent reserve report with consideration also given for land and seismic values that have been included based on estimated market value.

Included in the statement of income and comprehensive income are the following amounts relating to the Asset Acquisitions:

(Unaudited)		Six months ended June 30, 2014
Petroleum and natural gas sales	$	5,442
Net income and comprehensive income	$	1,905

If the Asset Acquisitions had occurred on January 1, 2014, the Company's pro forma results of petroleum and natural gas sales and net income and comprehensive income for the six months ended June 30, 2014 would have been as follows:

Six months ended June 30, 2014		TORC, as stated in the statement of income and comprehensive income		Asset Acquisitions		Pro forma (unaudited)
Petroleum and natural gas sales	$	166,677	$	19,265	$	185,942
Net income and comprehensive income	$	21,523	$	6,743	$	28,266

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4. Exploration and evaluation assets

Balance at December 31, 2012	$	151,111
Property acquisitions		2,097
Property dispositions		(2,666)
Capital expenditures		40,926
Impairment		(38,355)
Transferred to property, plant and equipment		(24,020)
Balance at December 31, 2013	$	129,093
Property acquisitions		487
Property dispositions		(100)
Capital expenditures		237
Transferred to property, plant and equipment		(2,845)
Balance at June 30, 2014	**$**	**126,872**

Exploration and evaluation assets ("E&E assets") consist of the Company's exploration projects, including undeveloped land and development costs which are pending the determination of proven reserves. Property acquisitions and capital expenditures represent the Company's share of costs incurred on E&E assets during the period.

5. Property, plant and equipment

Cost:		
Balance at December 31, 2012	$	393,992
Property acquisitions		571,910
Capital expenditures		122,820
Change in decommissioning obligations		3,503
Transferred from exploration and evaluation assets		24,020
Balance at December 31, 2013		1,116,245
Property acquisitions		75,470
Property dispositions		(401)
Capital expenditures		59,462
Change in decommissioning obligations		933
Transferred from exploration and evaluation assets		2,845
Balance at June 30, 2014	**$**	**1,254,554**
Accumulated depletion and depreciation:		
Balance at December 31, 2012	$	20,352
Depletion and depreciation for the year		59,901
Balance at December 31, 2013		80,253
Depletion and depreciation for the period		54,856
Balance at June 30, 2014	**$**	**135,109**
Net amount:		
As at December 31, 2013	$	1,035,992
As at June 30, 2014	**$**	**1,119,445**

Included in the net amount of property, plant and equipment at June 30, 2014 is office equipment of $0.3 million, net of accumulated depreciation of $0.3 million (December 31, 2013: $0.3 million, net of accumulated depreciation of $0.2 million).

At June 30, 2014, the Company had $104.1 million of property, plant and equipment which was excluded from depletion at the time and largely related to undeveloped land (December 31, 2013: $106.5 million). Estimated future development costs of $325.4 million were included in the depletion calculation (December 31, 2013: $307.4 million).

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6. Decommissioning obligations

	As at June 30, 2014	As at December 31, 2013
Balance, beginning of period	**$ 93,045**	$ 11,408
Obligations incurred	**933**	2,699
Obligations acquired	**4,866**	77,491
Obligations settled	**(63)**	(262)
Change in estimated future cash outflows	**-**	804
Accretion	**1,352**	905
Balance, end of period	**$ 100,133**	$ 93,045

The total future decommissioning obligations are based on the Company's net ownership in wells and facilities, estimated costs to reclaim and abandon the wells and facilities, and the estimated timing of the costs to be incurred in future periods. The Company has estimated an undiscounted total future liability of $125.8 million as at June 30, 2014 (at December 31, 2013: $118.4 million) to be incurred on average in 25 years. For the period ended June 30, 2014, the Company's risk-free rate of 2.85 percent and an inflation rate of 1.8 percent per annum were used to calculate the net present value of the decommissioning obligations (year ended December 31, 2013: risk-free rate of 2.85 percent and inflation rate of 1.8 percent per annum). Actual costs may differ from estimated costs due to changes in laws and regulations, timing of costs, changes in technology and market conditions.

7. Share capital

In September 2013, the Company consolidated its outstanding common shares, stock options, incentive shares and warrants on a 1 for 5 basis (the "Share Consolidation"). As a result, the number of outstanding common shares, stock options, incentive shares and warrants of comparative periods have been reduced by a factor of five, in order for the comparative common share, stock options, incentive shares, warrants, per share and per diluted share amounts to be equivalent.

The Company has a significant investor, the CPP Investment Board ("CPPIB"). For so long as CPPIB owns greater than 10% of the outstanding common shares of the Company, it has the right to participate in future offerings of securities by the Company, whether by way of public offering or private placement. This includes any offering of common shares and securities convertible or exchangeable into common shares, up to its pro rata ownership interest immediately prior to such offering in the case of a public offering or a private placement to five or more investors, in order to maintain its pro rata percentage ownership interest in the Company, and up to all of the offering in the case of a private placement to less than five investors.

<u>Warrants</u>

On December 17, 2010, the Company closed a private placement to insiders and service providers whereby 5 million units ("Units") were issued at $4.00 per Unit, for gross proceeds of $20.0 million. Each Unit is comprised of 0.52 common shares, 0.17 common shares issued on a flow-through basis and 0.7 common share purchase warrants ("Warrants"). Each Warrant entitles the holder to acquire one common share at a price of $7.18, subject to the following conditions:

- one-third of the Warrants may be exercised after the Company's stock price (the "Stock Price") exceeds $11.49;
- one-third of the Warrants may be exercised after the Company's Stock Price exceeds $14.37;
- one-third of the Warrants may be exercised after the Company's Stock Price exceeds $17.24; and
- the Stock Price is defined as the weighted average price per share for the 20 consecutive trading days ending immediately before such date on the Toronto Stock Exchange on which the Company's shares are listed.

In the six months ended June 30, 2014, 1,064,901 Warrants were exercised for total cash proceeds of $7.7 million. At June 30, 2014, there were 2.4 million Warrants outstanding of which 1.3 million of the Warrants were exercisable. The Warrants expire on December 16, 2015, five years from the date of grant.

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8. Dividends

(thousands, except per share amounts)	**Three months ended June 30, 2014**	Three months ended June 30, 2013	**Six months ended June 30, 2014**	Six months ended June 30, 2013
Dividends declared per share	**$ 0.135**	$ -	**$ 0.270**	$ -
Cash dividends paid	**$ 8,612**	$ -	**$ 17,023**	$ -
Common shares issued under the Share Dividend Program	**3,803**	-	**7,753**	-
Total dividends	**$ 12,415**	$ -	**$ 24,776**	$ -

The Company's dividend plan enables common shareholders to elect to receive dividends in common shares rather than cash, calculated at 95% of the weighted average trading price for the five days immediately prior to the payment date (the "Share Dividend Program").

For the period between July 1, 2014 and August 12, 2014, $4.2 million of dividends have been declared.

9. Stock-based compensation

In September 2013, the Company consolidated its outstanding common shares, stock options, incentive shares and warrants on a 1 for 5 basis (the "Share Consolidation"). As a result, the number of outstanding common shares, stock options, incentive shares and warrants of comparative periods have been reduced by a factor of five, in order for the comparative common share, stock options, incentive shares and warrants to be equivalent.

In September 2013, the Company's shareholders approved an award plan (the ‘‘Share Award Plan’’) whereby restricted awards and performance awards (collectively, ‘‘Share Awards’’) may be granted to the directors, officers and employees of the Company. The maximum number of common shares issuable under the Share Award Plan, combined with the Company's existing stock option and incentive share plans, cannot exceed ten percent of the outstanding common shares. In addition, the combined number of restricted and performance awards cannot exceed 6.5 percent of the outstanding common shares. Share Awards are earned over various periods, up to three years from the date of grant. Upon being earned, the restricted awards are converted into common shares and issued from treasury at no cost to the recipient. The performance awards are converted into common shares using a multiplier between zero and two, dependent on the Company's performance on a set criteria as determined by the Board of Directors. In the case of both restricted and performance awards, the number of common shares to be issued on the applicable issue date is adjusted to account for the payment of dividends from the grant date to the applicable issue date.

<u>*Stock options*</u>

Stock options granted have a term of five years to expiry and have various vesting periods up to three years. The following table summarizes the Company's stock option activity:

(thousands, except exercise prices)	Number of stock options	Weighted average exercise price
Balance at December 31, 2012	1,581	$ 16.75
Granted	119	10.65
Forfeited	(60)	14.56
Balance at December 31, 2013	**1,640**	**$ 16.38**
Exercised	(8)	7.15
Balance at June 30, 2014	**1,632**	**$ 16.43**
Exercisable at June 30, 2014	**1,280**	**$ 17.03**

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The following table summarizes stock options outstanding and exercisable at June 30, 2014:

(thousands, unless otherwise noted)	Number outstanding	Number exercisable	Weighted average remaining term (years)
Exercise price:			
$7.15 to $9.85	31	5	3.6
$11.65 to $13.05	155	62	3.3
$14.94 to $22.99	1,446	1,213	2.1
$7.15 to $22.99	1,632	1,280	2.3

Incentive shares

The following table summarizes incentive share activity:

(thousands)	Number of incentive shares
Balance at December 31, 2012	177
Granted	17
Forfeited	(11)
Common shares issued upon vesting	(54)
Balance at December 31, 2013	129
Common shares issued upon vesting	(55)
Balance at June 30, 2014	**74**
Convertible into common shares at June 30, 2014	**-**

Incentive shares are earned over various periods, up to three years from the date of grant. Upon being earned, the incentive shares are converted into common shares and issued from treasury at no cost to the incentive shareholder. The fair value of incentive shares is deemed to equal the stock price on the date of grant.

Restricted awards

The following table summarizes restricted award activity:

(thousands)	Number of restricted awards
Balance at December 31, 2012	-
Granted	1,238
Adjustment for payment of dividends	11
Balance at December 31, 2013	1,249
Granted	39
Adjustment for payment of dividends	31
Forfeited	(2)
Balance at June 30, 2014	**1,317**
Convertible into common shares at June 30, 2014	**-**

Restricted awards are earned over various periods, up to three years from the date of grant. Upon being earned, the restricted awards are converted into common shares and issued from treasury at no cost to the restricted award holder. The fair value of restricted awards is deemed to equal the stock price on the date of grant. The number of common shares to be issued upon being earned is adjusted to account for the payment of dividends from the grant date to the earning date.

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Performance awards

The following table summarizes performance award activity:

(thousands)	Number of performance awards
Balance at December 31, 2012	-
Granted	1,802
Adjustment for payment of dividends	16
Balance at December 31, 2013	1,818
Granted	52
Granted pursuant to performance multiplier [1]	299
Adjustment for payment of dividends	53
Forfeited	(8)
Balance at June 30, 2014	**2,214**
Convertible into common shares at June 30, 2014	**-**

(1) Performance awards granted pursuant to performance multipliers are not further increased or decreased by future performance multipliers.

Performance awards are earned over various periods, up to three years from the date of grant. On the earning date, the performance awards are converted into common shares and issued from treasury at no cost to the performance award holder, using a multiplier between zero and two, dependent on the Company's relative performance on a set criteria as determined by the Board of Directors. The multiplier, which was determined during the earning period, is considered to have been applied at the grant date. The number of common shares to be issued upon being earned is adjusted to account for the payment of dividends from the grant date to the earning date. As performance multipliers are known, past grants are adjusted to reflect the multiplier. The fair value of performance awards is deemed to equal the stock price on the date of grant.

10. Earnings per share

Earnings per share amounts are calculated by dividing the net income for the period attributable to common shareholders of the Company by the weighted average number of common shares outstanding during the period.

(thousands, except number of common shares and per share amounts)	**Three months ended June 30, 2014**	Three months ended June 30, 2013	**Six months ended June 30, 2014**	Six months ended June 30, 2013
Income for the period	**$ 13,494**	$ 3,340	**$ 21,523**	$ 4,470
Weighted average number of common shares	**92,126,403**	38,620,829	**91,868,432**	38,603,901
Diluted weighted average number of common shares	**95,014,845**	39,068,140	**94,352,402**	39,475,983
Basic income per common share	**$ 0.15**	$ 0.09	**$ 0.23**	$ 0.12
Diluted income per common share	**$ 0.14**	$ 0.09	**$ 0.23**	$ 0.11

In computing diluted earnings per share for the three months ended June 30, 2014, 618,056 warrants, 28,338 stock options, 58,413 incentive shares, 1,396,210 performance awards and 787,425 restricted awards were added to the basic weighted average common shares outstanding. In computing diluted earnings per share for the six months ended June 30, 2014, 381,123 warrants, 28,096 stock options, 55,547 incentive shares, 1,296,419 performance awards and 722,785 restricted awards were added to the basic weighted average common shares outstanding.

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In computing diluted earnings per share for the three months ended June 30, 2013, 353,779 warrants, 22,661 stock options and 70,871 Incentive Shares were added to the basic weighted average Common Shares outstanding. In computing diluted earnings per share for the six months ended June 30, 2013, 768,739 warrants, 23,658 stock options and 79,685 Incentive Shares were added to the basic weighted average Common Shares outstanding.

11. Credit facility

At June 30, 2014, the Company had a reserves-based revolving credit facility of $375 million with a syndicate of banks (the "Credit Facility"), comprised of a $40 million operating facility from the operating lender (the "Operating Facility") and a $335 million syndicated facility with a syndicate of banks (the "Syndicated Facility"). Advances under the Credit Facility are available by way of direct advances, bankers' acceptances and standby letters of credit/guarantees. Direct advances bear interest at the prime rate, U.S. base rate or Libor rate, as applicable, plus a margin which is dependent on the Company's debt to trailing funds flow ratio. The bankers' acceptances bear interest at the applicable bankers' acceptance rate plus a stamping fee, based on the Company's debt to trailing funds flow ratio.

Both the Syndicated Facility and the Operating Facility are available on a revolving basis until April 28, 2015. On or before April 28, 2015, at TORC's request and subject to the approval of the lending syndicate, the Credit Facility may be extended for an additional 364 day period. In the event of non-extension, the undrawn portion of the Credit Facility will be cancelled and the amount outstanding will convert to a 364 day non-revolving term facility with repayment of the Credit Facility due on April 28, 2016. The Credit Facility is secured by a fixed and floating charge debenture on all of the Company's assets.

The borrowing base is primarily based on reserves and commodity prices estimated by the lenders. The borrowing base of the Company's Credit Facility is subject to review and redetermination by the lenders on a semi-annual basis and in the event of a change in the Company's borrowing base properties (including due to a disposition of assets beyond certain defined limits or a change which results in a material adverse effect, as determined by the lenders). In the normal course, the Company's next semi-annual credit facility evaluation is due to be completed by October 31, 2014.

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12. Financial derivatives

Commodity contracts outstanding as at June 30, 2014:

Remaining term	Reference	Type	Volume (Bbl/d)	Price (per Bbl in Canadian dollars)	Fair value at June 30, 2014 ($000s)
Jul 1, 2014 - Dec 31, 2014	C$WTI	Costless Collar	250	$90.00 - $104.03	(338)
Jul 1, 2014 - Dec 31, 2014	C$WTI	Costless Collar	500	$95.00 - $104.60	(600)
Jul 1, 2014 - Dec 31, 2014	C$WTI	Costless Collar	250	$95.00 - $105.00	(285)
Jul 1, 2014 - Dec 31, 2014	C$WTI	Costless Collar	500	$95.00 - $105.00	(591)
Jul 1, 2014 - Dec 31, 2014	C$WTI	Costless Collar	500	$95.00 - $105.00	(570)
Jul 1, 2014 - Dec 31, 2014	C$WTI	Costless Collar	250	$95.00 - $106.00	(248)
Jul 1, 2014 - Dec 31, 2014	C$WTI	Costless Collar	250	$90.00 - $107.25	(212)
Jul 1, 2014 - Dec 31, 2014	C$WTI	Costless Collar	250	$90.00 - $107.55	(203)
Jul 1, 2014 - Dec 31, 2014	C$WTI	Costless Collar	500	$95.00 - $108.50	(335)
Jul 1, 2014 - Jun 30, 2015	C$WTI	Costless Collar	500	$95.00 - $106.25	(761)
Jul 1, 2014 - Dec 31, 2015	C$WTI	Costless Collar	250	$90.00 - $110.55	(229)
Jul 1, 2014 - Dec 31, 2015	C$WTI	Costless Collar	250	$90.00 - $112.00	(154)
Jan 1, 2015 - Jun 30, 2015	C$WTI	Costless Collar	250	$90.00 - $108.00	(131)
Jan 1, 2015 - Jun 30, 2015	C$WTI	Costless Collar	250	$90.00 - $109.55	(107)
Jan 1, 2015 - Jun 30, 2015	C$WTI	Costless Collar	250	$90.00 - $111.00	(76)
Jan 1, 2015 - Jun 30, 2015	C$WTI	Costless Collar	250	$90.00 - $111.25	(72)
Jan 1, 2015 - Jun 30, 2015	C$WTI	Costless Collar	250	$90.00 - $112.75	(57)
Jan 1, 2015 - Dec 31, 2015	C$WTI	Costless Collar	250	$90.00 - $108.15	(197)
Jan 1, 2015 - Dec 31, 2015	C$WTI	Costless Collar	250	$90.00 - $111.75	(83)
Jan 1, 2015 - Dec 31, 2015	C$WTI	Costless Collar	250	$90.00 - $111.75	(91)
Jan 1, 2015 - Dec 31, 2015	C$WTI	Costless Collar	250	$90.00 - $113.75	(54)
Jan 1, 2015 - Dec 31, 2015	C$WTI	Costless Collar	250	$90.00 - $115.85	(10)
					$ (5,404)

As at June 30, 2014, a 10% decrease in the market price detailed in the commodity contracts above would result in a $5.8 million unrealized gain on financial derivatives and a corresponding increase in income.