# Form 8937 (December 2011)
Department of the Treasury
Internal Revenue Service

# Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

OMB No. 1545-2224

## Part I Reporting Issuer

| | | | |
|---|---|---|---|
| 1 Issuer's name<br>Crescent Point Energy Corp. | | | 2 Issuer's employer identification number (EIN)<br>98-0646297 |
| 3 Name of contact for additional information<br>Investor Relations | 4 Telephone No. of contact<br>403.767.6959 | | 5 Email address of contact<br>ir@crescentpointenergy.com |
| 6 Number and street (or P.O. box if mail is not delivered to street address) of contact<br>Suite 2000, 585-5th Avenue S.W. | | | 7 City, town, or post office, state, and Zip code of contact<br>Calgary, Alberta, Canada T2P 1G1 |
| 8 Date of action<br>June 30, 2015 | 9 Classification and description<br>Common Shares | | |
| 10 CUSIP number<br>22576C101 | 11 Serial number(s)<br>N/A | 12 Ticker symbol<br>CPG | 13 Account number(s)<br>N/A |

## Part II Organizational Action

Attach additional statements if needed. See back of form for additional questions.

**14** Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶ On June 30, 2015, Crescent Point Energy Corp. ("CPEC") acquired all the issued and outstanding common shares of Legacy Oil + Gas Inc. ("Legacy") pursuant to a Plan of Arrangement (the "Acquisition"). The Legacy shareholders exchanged each of their Legacy shares for 0.095 CPEC common shares in the Acquisition.

The Acquisition is described in the Management Information Circular and Proxy Statement of Legacy dated June 1, 2015 ("Proxy"), which is available at www.sedar.com.

**15** Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶ CPEC believes that the Acquisition should qualify as a tax-deferred reorganization within the meaning of Code Section 368(a). As a result, each Legacy shareholder should generally have a tax basis in the CPEC common shares received in the Acquisition equal to such shareholder's aggregate tax basis in the Legacy shares surrendered.

Certain Legacy shareholders that fail to file a timely gain recognition agreement with the IRS may recognize a gain under Code Section 367. Shareholders that recognize a gain should have a tax basis in the CPEC shares received equal to their fair market value at the time of the Acquisition.

Shareholders should review the Proxy and consult with their own tax advisors regarding the U.S. federal income tax consequences of the Acquisition.

**16** Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ▶ In the event that the Acquisition is taxable, for purposes of calculating fair market value, the fair market value of a CPEC common share on June 30, 2015 is estimated at US $20.67, which was the average of the high and low prices for CPEC shares on the NYSE on June 30, 2015.

Shareholders should consult with their own tax advisors to determine whether they are required to recognize any gain and what measure of fair market value is appropriate.

**Part II** **Organizational Action** (continued)

**17** List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ **CPEC believes that the Acquisition should qualify as a reorganization within the meaning of Code Section 368(a). Consequently, the U.S. federal income tax consequences of the Acquisition to Legacy shareholders should be determined under Code Sections 354, 358, 367, 1001, and 1221.**

**18** Can any resulting loss be recognized? ▶ **If the Acquisition qualified as a reorganization within the meaning of Code Section 368(a), then in general, each Legacy shareholder who received CPEC common shares in the Acquisition should not recognize any loss.**

**19** Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ **In general, any gain recognized should be reported by shareholders for the tax year which includes June 30, 2015 (e.g., a calendar year shareholder would report the transaction on his or her federal income tax return filed for the 2015 calendar year).**

**Sign Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Signature ▶ Date ▶ July 15/2015

Print your name ▶ Trent Stangl Title ▶ VP, Marketing & Investor Relations

| **Paid Preparer Use Only** | | | | |
|---|---|---|---|---|
| Print/Type preparer's name: John Hollinrake | Preparer's signature: John Hollinrake | Date: 13 Jul 2015 | Check ☐ if self-employed | PTIN: **PO1568530** |
| Firm's name ▶ **Dorsey & Whitney LLP** | | | Firm's EIN ▶ | **41-0223337** |
| Firm's address ▶ **Columbia Center, 701 Fifth Avenue, Suite 6100, Seattle, Washington 98104** | | | Phone no. | **(206) 903-8812** |

Send Form 8937 (including accompanying statements) to: Department of the Treasury, Internal Revenue Service, Ogden, UT 84201-0054