

TAX INSTRUCTION LETTER

To: Former holders of common shares of Legacy Oil & Gas, Inc. ("Legacy") who exchanged their common shares of Legacy directly with Crescent Point Energy Corp. ("CPEC") for common shares of CPEC on June 30, 2015.

This tax instruction letter is for use by the former holders ("Legacy Shareholders") of common shares of Legacy ("Legacy Shares") who are resident in Canada for tax purposes and who choose to recognize a portion of any capital gain on the exchange of Legacy Shares for CPEC shares, pursuant to the Information Circular dated June 1, 2015 (the "Circular"). Those shareholders may make a joint tax election with CPEC under subsection 85(1) of the *Income Tax Act* (Canada) (the "Tax Act") or, in the case of a Legacy Shareholder that is a partnership, under subsection 85(2) of the Tax Act (in either case, a "Tax Election"). A further discussion of the tax consequences of making a Tax Election is contained in the Circular under the heading "*Certain Canadian Federal Income Tax Considerations*". The procedure for making a Tax Election (the "Tax Election Procedure") is discussed herein, and in the Circular under the heading "*Certain Canadian Federal Income Tax Considerations*".

The Crescent Point website contains one copy of Canada Revenue Agency ("CRA") Form T2057 and one copy of Form T2058. Form T2058 is to be used in the event that the Legacy Shares were held as partnership property, otherwise Form T2057 is to be used. Additional copies of the relevant Tax Election forms may be obtained by contacting the CRA or from their website (<http://www.cra-arc.gc.ca>).

If you download and use the pre-signed Form T2057 or T2058, do not send the completed form to CPEC, instead file it with the CRA.

CPEC will make a Tax Election only with a Legacy Shareholder who is a "Qualifying Legacy Shareholder". A Qualifying Legacy Shareholder is a shareholder who is: (i) a resident of Canada for purposes of the Tax Act, or (ii) a partnership that is a Canadian partnership for the purposes of the Tax Act.

CPEC is not required to make a Tax Election with anyone who is not a Qualifying Legacy Shareholder.

These instructions are of a general nature only and are not intended to be (nor should they be construed to be) legal or tax advice to any particular Legacy Shareholder concerning the Tax Election or the Tax Election Procedure. Further, apart from providing these materials to Legacy Shareholders for their convenience, CPEC will not provide Legacy Shareholders with any advice on making the Tax Election. Accordingly, Legacy Shareholders should consult with their own tax advisors for specific advice in respect of whether to make a Tax Election, making the Tax Election and complying with the Tax Election Procedure having regard to their own particular circumstances.

Please review the enclosed forms very carefully and consult your tax advisor as to their proper completion and delivery and any filing deadlines. You are also advised to review Information Circular 76-19R3 and Interpretation Bulletin IT-291R3 issued by the CRA for information in respect of the Tax Election.

PROVINCIAL OR TERRITORIAL ELECTIONS

In order to achieve a deferral of tax in some provinces or territories similar to that resulting from the Tax Election, it may be necessary to file a separate copy of the Tax Election or a separate provincial or territorial tax election analogous to the Tax Election with the taxing authority of such province or territory.

CPEC will also make such a provincial or territorial tax election with a Qualifying Legacy Shareholder under the same conditions that it is willing to make the Tax Election. Legacy Shareholders are entirely responsible for determining whether any such separate federal, provincial or territorial election is applicable and appropriate in their circumstances and (if so) obtaining, completing and forwarding the related forms to CPEC for execution by CPEC. These completed forms must be received by CPEC on or before March 1, 2016 at:

Crescent Point Energy Corp
2000, 585 8 Avenue SW
Calgary, AB T2P 1G1
Attention: Director, Tax

CPEC will assume that any representative that signs the Tax Election forms on behalf of a corporation, trust or estate has been duly authorized to do so, and will not take any action to verify the validity of any such authorization. Legacy Shareholders that are corporations, trusts or estates should consult their own legal advisors in determining whether such authorization has been properly given.

In order to make a provincial or territorial Tax Election (if applicable), two copies of the applicable Tax Election forms must be signed and properly completed with the necessary information, including the number of Legacy Shares transferred, the consideration received therefor and the applicable elected amounts for the purposes of such elections, and must be received by CPEC at the address stated above no later than March 1, 2016. CPEC will execute all properly completed Tax Election forms submitted to it by a Qualifying Legacy Shareholder and will return such Tax Elections by mail to the shareholder, for filing with the appropriate tax authorities, on or before April 15, 2016.

PROCEDURE FOR COMPLETING PRESCRIBED FORM T2057

The following section illustrates the information required to be provided by a Qualifying Legacy Shareholder completing Form T2057. Please consult your advisor on the completion of any additional prescribed forms (such as Form T2058 and any applicable provincial or territorial tax forms).

Note: Do not write the required information on this letter of instructions. The information should be typed or legibly printed on the prescribed forms.

Page 1 of Form T2057

Complete the information in this first box for the Qualifying Legacy Shareholder making the election:

Name of taxpayer (transferor) (print)				Social insurance number or Business Number				
Address				Postal code				
Tax year of taxpayer for the period from	Year	Month	Day	to	Year	Month	Day	Tax services office

The taxation year for individuals is January 1, 2015 to December 31, 2015.

Complete the information in this box if the Legacy Shares are held in joint ownership, otherwise enter "N/A":

Name of co-owner(s), if any (if more than one, attach schedule giving similar details) (print)		Social insurance number
Address	Postal code	Tax services office

CPEC has partially completed the next section as follows:

Name of corporation (transferee) (print) Crescent Point Energy Corp.				Business Number 897480687				
Address 2000, 585 8th Avenue S.W., Calgary, AB				Postal code T2P 1G1				
Tax year of taxpayer for the period from	Year	Month	Day	to	Year	Month	Day	Tax services office
	2015	01	01		2015	12	31	Calgary, Alberta

Complete the last line of this section by filling in your name and telephone number or, if appropriate, the name and telephone number of your tax advisor:

Name of person to contact for additional information	Area code	Telephone number
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The final section on page 1 of Form T2057 relates to late-filed elections and is only applicable to Qualifying Legacy Shareholders whose elections will be filed late.

Page 2 of Form T2057

CPEC has completed the answers to the first five questions as follows:

- 1 – Is there a written agreement relating to this transfer Yes No
- 2 – Does a price adjustment clause apply to any of the properties? (See the Interpretation Bulletin IT-169 for details) Yes No
- 3 – Do any persons other than the taxpayer own or control directly or indirectly any shares of any class of the transferee? Yes No
- 4 – Does a non-arm's length rollover exist between 2 or more corporations? Yes No
 - a) Have all or substantially all (90% or more) of all the properties of the corporation(s) been transferred to the transferee corporation?..... Yes No
- 5 – Is the taxpayer a non-resident of Canada?..... Yes No

Qualifying Legacy Shareholders should answer the question 6 and 6(b) based on their particular circumstances:

- 6 – Are any of the properties transferred capital properties Yes No

Whether the Legacy Shares are capital properties to a particular Qualifying Legacy Shareholder is a question of fact and law that must be determined by each Qualifying Legacy Shareholder based on a consideration of all the relevant facts and circumstances.

If Yes,

- (a) have they been owned continuously since Valuation-Day (V-Day - Dec 31,1971)? Yes No
- (b) have they been acquired after V-Day in a transaction considered not to be at arm's length? Yes No
- (c) since V-Day, has the taxpayer or any person from whom shares were acquired in a non-arm's length transaction received any subsection 83(1) dividends for transferred shares? (If yes, provide details of amounts and dates received and attach a schedule) Yes No

Qualifying Legacy Shareholders who hold their Legacy Shares as capital property and acquired their Legacy Shares in an arm's length transaction should check "No" in answer to question 6(b).

CPEC has completed the answers to questions 7 and 8 as follows:

- 7 – Is the agreed amount of any of the transferred properties based on an estimate of fair market value on V-Day? Yes No
 a) If yes, does a formal documented V-Day value report exist? Yes N/A No
- 8 – Has an election under subsection 26(7) of the *Income Tax Act Application Rules* (Form T2076) been filed by or on behalf of the taxpayer? Yes No

CPEC has completed the final part of this section as follows:

Name of corporation (print) N/A	Business Number	Paid-up capital of shares transferred
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CPEC has partially completed the section titled “Description of shares received” at the bottom of page 2, to indicate that CPEC Shares are non-retractable voting common shares with no stated redemption value. Qualifying Legacy Shareholders must complete the information in the two blank boxes in this section, as follows:

Number of shares transferor received	Class of shares	Redemption value per share	Paid-up Capital	Voting or non-voting	Are shares retractable?
	Common	N/A		Voting	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No

↑
Enter the number of CPEC Shares received by the Qualifying Legacy Shareholder on the sale.

↑
Enter the amount added to paid-up capital, which will generally be equal to the "agreed amount" (as described below).

Page 3 of Form T2057

On the top line of this section, CPEC has entered the date on which it took up and paid for the Legacy Shares:

Date of sale or transfer of all properties listed below:	Year	Month	Day	Note: For properties sold or transferred on different dates, use separate T2057's.
	2015	06	30	

If the Legacy Shares were capital property of the Qualifying Legacy Shareholder, complete the information in each column of this section (within the area designated by the title “Capital Property Excluding Depreciable Property”), according to the instructions referenced as follows:

Property Disposed of Description	Elected Amount Limits		Agreed Amount (cannot be zero) B	Amount to be reported B - A (If greater than 0 see Note 4)	Consideration Received		
	Fair Market Value	A			Non-share	Share	Fair Market Value of Total Consideration
					Description	Number and Class	
(1) _____ Legacy common shares	\$ (2)	\$ (3)	\$ (4)	\$ (5)	(6)	(7) _____ common shares	\$ (8)

- (1) Enter the number of Legacy Shares sold.
- (2) Enter the total fair market value of Legacy Shares sold, at the time of sale.
- (3) Enter the adjusted cost base (or cost amount in the case of inventory) of the Legacy Shares.
- (4) Enter the total dollar amount which will be your deemed proceeds on sale of the Legacy Shares, subject to the rules described below with respect to calculation of the agreed amount.
- (5) Enter the result of B minus A, if it is greater than \$0.

- (6) Leave this box blank.
- (7) Enter the number of CPEC Shares you received and their description as "Crescent Point Energy Corp. common shares".
- (8) Enter the total fair market value as at June 30, 2015 of the CPEC Shares received. The amount entered here should equal the amount entered in (2) above.

If the Legacy Shares were inventory of the Qualifying Legacy Shareholder, complete the above information within the area designated by the title "Inventory Excluding Real Property".

Rules with Respect to Calculation of Agreed Amount

Subject to the rules set out below, Qualifying Legacy Shareholders who wish to avoid a capital gain must elect an *agreed amount* equal to the adjusted cost base of the Legacy Shares (or cost amount, if the Legacy Shares are inventory). Qualifying Legacy Shareholders who wish to trigger a capital gain should select an agreed amount that is higher than the adjusted cost base. The *agreed amount* must be determined in accordance with the following rules:

- (1) The *agreed amount* may not be less than the lesser of: (i) the adjusted cost base (or cost amount, if the Legacy Shares are inventory) to the Qualifying Legacy Shareholder of the Qualifying Legacy Shareholder's Legacy Shares sold, determined immediately before the time of the sale, and (ii) the fair market value of the Legacy Shares at that time.
- (2) The *agreed amount* may not exceed the fair market value of the Legacy Shares at the time of the sale.

Qualifying Legacy Shareholders should consult their tax advisors regarding the selection of the agreed amount in respect of their Legacy Shares.

The Qualifying Legacy Shareholder must sign and date Form T2057 in the last box on page 4 as indicated:

Election and Certification		
The taxpayer and corporation hereby jointly elect under subsection 85(1) in respect of the property specified, and certify that the information given in this election, and in any documents attached, is to the best of their knowledge, correct and complete.		
_____ Signature of Transferor of Authorized Officer or Authorized Person*	and	_____ Signature of Authorized Officer of Transferee
		_____ Date

* attain a copy of an authorizing agreement

↑
Qualifying Legacy Shareholder should sign here

↑
An authorized officer of CPEC has signed here.

PROCEDURE FOR COMPLETING FORM T2058 AND/OR PROVINCIAL OR TERRITORIAL TAX ELECTION FORMS

Qualifying Legacy Shareholders completing Form T2058 and/or any applicable provincial or territorial tax forms (such as TP-518V or TP-529V) may refer to the instructions set out above, although the order of presentation of the information on the other forms may differ from that of Form T2057, and some of the required information may be different.