

Headnote

Mutual Reliance Review System for Exemptive Relief Applications - Application to be deemed to have ceased to be a reporting issuer.

Applicable Alberta Statutory Provisions

Securities Act, R.S.A., 2000, c. S-4, section 153

IN THE MATTER OF
THE SECURITIES LEGISLATION
OF ALBERTA, SASKATCHEWAN, AND ONTARIO

AND

IN THE MATTER OF
THE MUTUAL RELIANCE REVIEW SYSTEM
FOR EXEMPTIVE RELIEF APPLICATIONS

AND

IN THE MATTER OF TALISMAN ENERGY SWEDEN AB
(formerly, LUNDIN OIL AB)

MRRS DECISION DOCUMENT

1. WHEREAS the local securities authority or regulator (the "Decision Maker") in Alberta, Saskatchewan, and Ontario (the "Jurisdictions") has received an application from Talisman Energy Sweden AB ("Talisman Energy Sweden"), formerly Lundin Oil AB, for a decision under the securities legislation of the Jurisdictions (the "Legislation") that Talisman Energy Sweden be deemed to have ceased to be a reporting issuer under the Legislation;
2. AND WHEREAS under the Mutual Reliance Review System for Exemptive Relief Applications (the ASystem®) the Alberta Securities Commission is the principal regulator for this application;
3. AND WHEREAS the Talisman Energy Sweden has represented to the Decision Makers that:
 - 3.1 before November 19, 2001, Talisman Energy Sweden was named Lundin Oil AB (ALundin Oil®);
 - 3.2 Talisman Energy Sweden was incorporated under the *Swedish Companies Act* on June 16, 1987;

- 3.3 Talisman Energy Sweden's head office is located in Stockholm, Sweden;
- 3.4 Talisman Energy Sweden is a reporting issuer in the Jurisdictions and became a reporting issuer in Alberta on or about December 22, 1997 when it filed a securities exchange take-over bid circular;

- 3.5 other than its failure to file interim financial statements in the Jurisdictions for the period ended September 30, 2001, Talisman Energy Sweden is not in default of any of the requirements under the Legislation;
- 3.6 the authorized share capital of Talisman Energy Sweden consists of Class A shares (the AClass A Shares@), Class B shares (the AClass B Shares@), and Class C shares (the AClass C Shares@);
- 3.7 in July, 2001, Talisman Energy AB ("TAB"), a wholly-owned Swedish subsidiary of Talisman Energy Inc., made a cash offer (the "Offer") to acquire all of the outstanding securities and employee warrants (the AEmployee Warrants@) of Lundin Oil including, in the U.S., the Global Depository Shares (the AGDS@), each representing a Class B Share;
- 3.8 under the Offer, TAB acquired:
 - 3.8.1 all of the outstanding Class A Shares;
 - 3.8.2 approximately 98.1% of the outstanding Class B Shares (including Class B shares represented by GDSs); and
 - 3.8.3 all of the outstanding Employee Warrants;
- 3.9 in connection with the Offer, TAB subscribed for Class C Shares and is the owner of all of the outstanding Class C Shares;
- 3.10 in September 2001, as a result of having acquired shares and warrants representing more than 90% of the total number of shares and votes of Lundin Oil on a fully diluted basis, TAB commenced compulsory acquisition proceedings under the *Swedish Companies Act* to acquire the remaining Class B Shares;
- 3.11 on October 5, 2001, the Class B Shares and GDSs were de-listed from the Stockholm Stock Exchange and the Nasdaq SmallCap Market, respectively, and there are currently no securities of Talisman Energy Sweden listed or quoted on any exchange or market;
- 3.12 in January 2002, TAB acquired the remaining Class B Shares under the compulsory acquisition proceedings of the *Swedish Companies Act* and now holds all of the securities of Talisman Energy Sweden;
- 3.13 other than the outstanding Class A Shares, Class B Shares, Class C Shares, and Employee Warrants, Talisman Energy Sweden has no securities, including debt securities, outstanding; and

- 3.14 Talisman Energy Sweden does not intend to seek public financing by way of an offering of its securities;
4. AND WHEREAS under the System, this MRRS Decision Document evidences the decision of each Decision Maker (collectively, the ~~A~~Decision@);
5. AND WHEREAS each of the Decision Makers is satisfied that the test contained in the Legislation that provides the Decision Maker with the jurisdiction to make the Decision has been met;
6. THE DECISION of the Decision Makers under the Legislation is that Talisman Energy Sweden is deemed to have ceased to be a reporting issuer under the Legislation.

DATED at the City of Calgary,)

in the Province of Alberta,)

this 13th day of March, 2002)

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) "original signed by" _____

) Patricia M. Johnston

) Director, Legal Services & Policy Development