

Form 45-106F1
Report of Exempt Distribution

This is the form required under section 6.1 of National Instrument 45-106 for a report of exempt distribution.

Issuer information

Item 1: Enhanced Oil Resources Inc., One Riverway, Suite 610, Houston, Texas USA 77056;
Phone: 832-485-8500

Item 2: The issuer is a reporting issuer in the provinces of British Columbia, Alberta & Ontario.

Item 3: Indicate the industry of the issuer by checking the appropriate box next to one of the industries listed below.

☐ Bio-tech

Financial Services

☐ investment companies and funds

☐ mortgage investment companies

☐ Forestry

☐ Hi-tech

☐ Industrial

Mining

☐ exploration/development

☐ production

[✓] Oil and gas

☐ Real estate

☐ Utilities

☐ Other (describe)

Details of distribution

Item 4: See Schedule I to this report

Item 5: Date of Distribution - September 28, September 30 and October 4, 2010

Item 6: For each security distributed:

- (a) “Units” at \$0.20 per Unit, each Unit being comprised of 1 common share and one half of one whole transferable common share purchase warrant (each such whole warrant, a “Warrant”).
- (b) 9,248,425 Units comprised of 9,248,425 common shares and 4,624,212 Warrants. Each Warrant entitles the holder to purchase 1 common share at \$0.25 per share until the date that is 2 years after the date of distribution of the Warrant
- (c) Sections 2.3 and 2.5 of National Instrument 45-106 (“NI 45-106”) and BC Instrument 72-503 (“BCI 72-503”).

Item 7: Complete the following table for each Canadian and foreign jurisdiction where purchasers of the securities reside. Do not include in this table, securities issued as payment for commissions or finder’s fees disclosed under item 8, below.

Each jurisdiction where purchasers reside	Number of purchasers	Price per security (Canadian \$) ¹	Total dollar value raised from purchasers in the jurisdiction (Canadian \$)
Houston, Texas, USA	1	0.20	26,285
Alberta, Canada	8	0.20	188,400
Saskatchewan, Canada	2	0.20	25,000
Manitoba, Canada	13	0.20	1,275,000
Ontario, Canada	10	0.20	325,000
British Columbia, Canada	1	0.20	10,000
Total number of Purchasers	35		
Total dollar value of distribution in all jurisdictions (Canadian \$)			1,849,685

Note 1: If securities are issued at different prices list the highest and lowest price the securities were sold for.

Commissions and finder’s fees

Item 8: Complete the following table by providing information for each person who has received or will receive compensation in connection with the distribution(s). Compensation includes commissions, discounts or other fees or payments of a similar nature. Do not include payments for services incidental to the distribution, such as clerical, printing, legal or accounting services.

If the securities being issued as compensation are or include convertible securities, such as warrants or options, please add a footnote describing the terms of the convertible securities, including the term and exercise price. Do not include the exercise price of any convertible security in the total dollar value of the compensation unless the securities have been converted.

Full name and address of the person being compensated	Compensation paid or to be paid (cash and/or securities)				
	Cash (Canadian \$)	Securities			Total dollar value of compensation (Canadian \$)
		Number and type of securities issued	Price per security	Exemption relied on and date of distribution	
Steve Engh Union Securities 900-700 W. Georgia St. Vancouver, BC V7Y 1H4	13,600	N/A	N/A	N/A	13,600
Ed Bodnarchuk National Bank 1010 De La Gauchetiere Ouest, Suite 1410 Montreal, QC H3B 5J2	54,000	N/A	N/A	N/A	54,000
John Kvellestad Northern Securities Inc. 145 King Street West, Suite 2020 Toronto, ON M5H 1J8	9,920	N/A	N/A	N/A	9,920
Michael Winiker Raymond James Ltd. 5300-40 King St., West Toronto, ON M5H 3Y2	10,000	N/A	N/A	N/A	10,000

Item 9: If a distribution is made in Ontario, please include the attached "Authorization of Indirect Collection of Personal Information for Distributions in Ontario". The "Authorization of Indirect Collection of Personal Information for Distributions in Ontario" is only required to be filed with the Ontario Securities Commission.

Certificate

On behalf of the [issuer/underwriter], I certify that the statements made in this report are true.

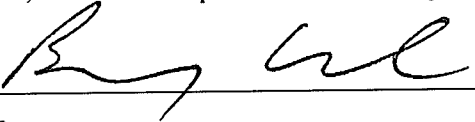
Date: October 7, 2010

Enhanced Oil Resources Inc.

Name of [issuer/underwriter] (please print)

Barry Lasker; President & CEO; 832-485-8500

Print name, title and telephone number of person signing



Signature

Instruction

The person filing the form must complete the bracketed information by deleting the inappropriate word.

Item 10: State the name, title and telephone number of the person who may be contacted with respect to any questions regarding the contents of this report, if different than the person signing the certificate.

IT IS AN OFFENCE TO MAKE A MISREPRESENTATION IN THIS REPORT.

Notice - Collection and use of personal information

The personal information required under this form is collected on behalf of and used by the securities regulatory authorities or, where applicable, the regulators under the authority granted in securities legislation for the purposes of the administration and enforcement of the securities legislation.

If you have any questions about the collection and use of this information, contact the securities regulatory authority or, where applicable, the regulator in the jurisdiction(s) where the form is filed, at the address(es) listed at the end of this report.

Authorization of Indirect Collection of Personal Information for Distributions in Ontario

The attached Schedule I contains personal information of purchasers and details of the distribution(s). The issuer/underwriter hereby confirms that each purchaser listed in Schedule I of this report who is resident in Ontario

- (a) has been notified by the issuer/underwriter
 - (i) of the delivery to the Ontario Securities Commission of the information pertaining to the person as set out in Schedule I,
 - (ii) that this information is being collected indirectly by the Ontario Securities Commission under the authority granted to it in securities legislation,
 - (iii) that this information is being collected for the purposes of the administration and enforcement of the securities legislation of Ontario, and
 - (iv) of the title, business address and business telephone number of the public official in Ontario, as set out in this report, who can answer questions about the Ontario Securities Commission's indirect collection of the information, and
- (b) has authorized the indirect collection of the information by the Ontario Securities Commission.