Anterra Energy Inc.
Condensed Interim Consolidated Financial Statements
FOR THE THREE AND NINE MONTHS ENDED September 30, 2013

NOTICE OF NO AUDITOR REVIEW OF
INTERIM CONSOLIDATED FINANCIAL STATEMENTS

Under National Instrument 51-102, Part 4, subsection 4.3(3)(a), if an auditor has not performed a review of the interim consolidated financial statements they must be accompanied by a notice indicating that the financial statements have not been reviewed by an auditor. The accompanying unaudited interim consolidated financial statements of Anterra Energy Inc. (the "Company") have been prepared by and are the responsibility of the management of the Company. The Company's independent auditor has not performed a review of these financial statements in accordance with standards established by the Canadian Institute of Chartered Accountants for a review of interim consolidated financial statements by an entity's auditor.

ANTERRA ENERGY INC.
Condensed Consolidated Interim Statements of Financial Position

(Unaudited)

	Note		September 30, 2013		December 31, 2012
Assets					
Current					
Trade and other receivables		$	**2,966,754**	$	3,170,757
Deposits and prepaid expenses			**877,776**		375,626
Total current assets			**3,844,530**		3,546,383
Property, plant and equipment	6		**50,350,708**		35,303,079
Evaluation and exploration assets	7		**4,521,200**		4,547,147
Total non-current assets			**54,871,908**		39,850,226
Total assets		$	**58,716,438**	$	43,396,609
Liabilities					
Current					
Bank debt	8	$	**1,682,953**	$	5,748,169
Trade and other payables			**3,119,725**		5,727,798
Total current liabilities			**4,802,678**		11,475,967
Decommissioning liabilities	9		**10,508,747**		6,034,657
Convertible debenture	10		**3,459,181**		-
Deferred tax liability	11		**-**		1,199,171
Total non-current liabilities			**13,967,928**		7,233,828
Total liabilities			**18,770,606**		18,709,795
Equity					
Share capital	12		**46,706,177**		31,110,546
Equity component of convertible debenture			**454,895**		-
Contributed surplus			**2,857,832**		2,830,727
Deficit			**(10,073,072)**		(9,254,459)
Total equity			**39,945,832**		24,686,814
Total equity and liabilities		$	**58,716,438**	$	43,396,609

Subsequent event (note 17)
The notes are an integral part of these condensed consolidated interim financial statements.

ANTERRA ENERGY INC.

Condensed Consolidated Interim Statements of Income (Loss) and Comprehensive Income (Loss)

(Unaudited)

		Three months ended September 30,		Nine months ended September 30,	
	Note	**2013**	2012	**2013**	2012
Revenue		**$ 3,509,081**	$ 1,837,779	**$ 9,176,492**	$ 6,046,587
Royalties		**(539,162)**	(154,780)	**(1,153,829)**	(752,263)
		2,969,919	1,682,999	**8,022,663**	5,294,324
Expenses					
Production and operating		**1,907,332**	830,748	**5,077,533**	2,651,888
Depletion, depreciation and amortization	6	**707,373**	368,711	**1,990,624**	1,287,057
General and administrative		**715,765**	416,575	**2,492,194**	1,497,176
Share-based payments		**9,035**	37,716	**27,105**	105,139
Total Expense		**3,339,505**	1,653,750	**9,587,456**	5,541,260
Results from operating activities		**(369,586)**	29,249	**(1,564,793)**	(246,936)
Gain on business combination	4	**-**	-	**1,192,666**	-
Finance expense	13	**(214,573)**	(88,711)	**(522,875)**	(233,574)
Loss before income tax		**(584,159)**	(59,462)	**(895,002)**	(480,510)
Deferred tax (recovery)		**-**	(13,273)	**(76,389)**	(93,843)
Loss and comprehensive (loss)		**(584,159)**	(46,189)	**(818,613)**	($386,667)
(Loss) per share					
Basic and diluted	14	**$ (0.001)**	$ (0.001)	**$ (0.003)**	$ (0.001)

The notes are an integral part of these condensed consolidated interim financial statements.

ANTERRA ENERGY INC.

Condensed Consolidated Interim Statements of Changes in Equity

(Unaudited)

	Note	Number of Common Shares	Share Capital	Equity Component of Convertible Debenture	Contributed Surplus	Accumulated Deficit	Total Equity
Balance at January 1, 2012		246,438,032	$ 31,264,146	$ -	$ 2,479,901	$ (8,440,946)	$25,303,101
Share based payments		-	-	-	67,423	-	67,423
(Loss) for the period		-	-	-		(340,478)	(340,478)
Balance at September 30, 2012		246,438,032	$ 31,264,146	$ -	$ 2,547,324	$ (8,781,424)	$25,030,046
Balance at January 1, 2013		246,438,032	$31,110,546	$ -	$ 2,830,727	$ (9,254,459)	$24,686,814
Share based payments		-	-	-	27,105	-	27,105
Private placements		213,752,914	13,239,418	-	-	-	13,239,418
Issued on acquisition	12	36,680,174	2,356,213	-	-	-	2,356,213
Issuance of convertible debenture	10	-	-	454,895	-	-	454,895
(Loss) for the period						(818,613)	(818,613)
Balance at September 30 , 2013		496,871,120	$46,706,177	$454,895	$2,857,832	$(10,073,072)	$39,945,832

The notes are an integral part these condensed consolidated interim financial statements.

ANTERRA ENERGY INC.

Condensed Consolidated Interim Statements of Cash Flows

(Unaudited)

		Three months ended September 30,		Nine months ended September 30,	
	Notes	**2013**	2012	**2013**	2012
Cash flow from operating activities:					
Loss for the period		**$ (584,159)**	$ (46,189)	**$ (818,613)**	$ (386,667)
Adjustments for:					
Depletion, depreciation and amortization	6	**707,373**	368,711	**1,990,624**	1,287,057
Accretion	13	**94,440**	19,635	**212,530**	64,640
Share based payments		**9,035**	37,716	**27,105**	105,139
Deferred income tax expense (recovery)		**-**	(13,273)	**(76,389)**	(93,843)
Gain on business combination	4	**-**	-	**(1,192,666)**	-
Funds flow from operation		**226,689**	$366,598	**142,591**	976,326
Change in non-cash working capital	15	**(1,542,656)**	$477,625	**(2,099,878)**	356,628
Net cash from (used in) operating activities		**(1,315,967)**	$844,223	**(1,957,287)**	1,332,954
Cash flow from investing activities:					
Property, plant and equipment expenditures	6	**(1,397,504)**	(1,436,368)	**(2,475,865)**	(2,432,198)
Changes to intangible exploration assets	7	**-**	(29,519)	**25,947**	(37,147)
Business combination	4	**-**	-	**54,539**	-
Change in non-cash working capital	15	**704,963**	409,561	**(1,354,034)**	339,383
Net cash (used in) investing activities		**(692,541)**	(1,056,326)	**(3,749,413)**	(2,129,962)
Cash flow from financing activities:					
Net proceeds from issue of shares		**6,619,668**	-	**13,239,418**	-
Cash used to settle Sandstorm obligation		**-**	-	**(3,467,502)**	-
Proceeds from (repayment of) bank debt		**(4,611,160)**	212,103	**(4,065,216)**	797,008
Net cash from financing activities		**2,008,508**	212,103	**5,706,700**	797,008
Change in cash and cash equivalents		**$ -**	$ -	**$ -**	$ -
Cash and cash, equivalents beginning of period		**$ -**	$ -	**$ -**	$ -
Cash and cash, equivalents end of period		**$ -**	$ -	**$ -**	$ -

The notes are an integral part of these condensed interim consolidated financial statements.

1. Reporting entity:

Anterra Energy Inc. ("Anterra" or the "Company") is a Calgary based corporation engaged in the acquisition, exploration, development and production of oil and natural gas reserves in the Western Canadian Sedimentary Basin. The Company's common shares are listed and trade on the TSX Venture Exchange under the symbol AE.A. The Company's head office is located at 1420, 1122 4th Street SW, Calgary, Alberta T2R 1M1 and its registered office is located at 3700, 400 - 3rd Avenue SW Calgary, Alberta T2P 4H2.

The Company has two reportable operating segments and a corporate segment. The oil and gas production segment explores for, develops and produces oil and gas. The midstream processing segment provides processing and disposal services in the oil and gas industry.

2. Basis of presentation:

These condensed consolidated interim financial statements ("consolidated financial statements") include the accounts of Anterra and its wholly owned subsidiary Terrex Energy Inc. ("Terrex") and have been prepared in accordance with International Accounting Standard (IAS) 34, Interim Financial Reporting. These consolidated financial statements do not include all the necessary annual disclosures as prescribed by International Financial Reporting Standards ("IFRS") and should be read in conjunction with the audited financial statements for the year ended December 31, 2012. The Company's accounting policies are unchanged compared to December 31, 2012 except as listed in Note 3, Changes in Accounting Policies. The use of estimates and judgments is also consistent with the December 31, 2012 financial statements. The consolidated financial statements were authorized for issuance by the Company's Board of Directors on November 26, 2013.

The consolidated financial statements have been prepared on the historical cost basis and are presented in Canadian dollars which is the Company's functional currency.

3. Changes in Accounting Policies:

As of January 1, 2013, the Company adopted the following IFRS standards and amendments:

IFRS 10, Consolidated Financial Statements. IFRS 10 revises the definition of control and introduces a single consolidation model for all entities based on control. Under IFRS, control is determined where an investor has power over an investee; exposure or rights to variable returns from its involvement with the investee; and the ability to exercise its power to affect the amount of returns. The adoption of this standard does not have any impact on the Company's consolidated financial statements.

IFRS 11, Joint Arrangements. IFRS 11 defines joint operations and joint ventures and requires the joint operations be proportionately consolidated and joint ventures be equity accounted. The adoption of this standard does not have any impact on the Company's consolidated financial statements.

IFRS 12, Disclosure of Interests in Other Entities. IFRS 12 sets out extensive disclosure requirements relating to interests in subsidiaries, joint arrangements, associates, and unconsolidated structured entities. The adoption of this standard does not have any impact on the Company's consolidated financial statements.

IFRS 13, Fair Value Measurement. IFRS 13 provides a comprehensive standard for fair value measurement and disclosure requirements for use across all IFRS standards. The adoption of this standard does not have any impact on the Company's consolidated financial statements.

4. Business Combination:

On March 14, 2013, the Company purchased 100% of the issued and outstanding shares of Terrex Energy Inc. ("Terrex"), a public junior oil and gas company, for a total consideration of $2,067,885 comprised 31,813,614 Class A common shares of Anterra and warrants to purchase 1,581,050 Class A common shares (the "Acquisition"). The warrants to purchase 967,050 Class A shares expire on August 21, 2013 and warrants to purchase 614,000 Class A shares expire on July 15, 2015 and have an exercise price of $1.00 and $0.60 respectively. No value has been attributed to the warrants.

Concurrently with the Acquisition, 1,866,560 Anterra shares were issued to individuals pursuant to the settlement of personnel obligations. The purpose of the Acquisition was to increase the Company's presence and size in the Western Canadian Sedimentary Basin, and provide the Company with additional development opportunities and operating synergies. The value of common shares issued as consideration was determined in reference to the share price of a material third party private placement of Class A common shares which closed on April 5, 2013. The purchase was accounted for as a business combination using the acquisition method of accounting under IFRS 3.

Estimated fair value of the net assets of Terrex:		**Total**
Petroleum and natural gas properties	$	15,231,918
Deferred income tax asset		1,274,413
Net working capital(1)		(493,153)
Inter-company payable		(7,755,830)
Decommissioning liability		(4,996,797)
Gain on business combination		(1,192,666)
Total net assets acquired	$	2,067,885

Consideration		Total
Class A common shares (31,813,614 shares at $0.065 per share)	$	2,067,885

(1) *Includes $54,539 of cash and cash equivalents*

The recognized amount of identifiable assets and liabilities assumed are best estimates by Anterra's management. The fair value assigned to petroleum and natural gas properties is based upon evaluations prepared by independent reserve evaluators. The value assigned to the deferred income tax asset is based upon accumulated non-capital losses and is limited to the deferred income tax liability previously recognized by the Company. The fair value of petroleum and natural gas properties and the deferred income tax asset gave rise to the gain on purchase.

Immediately prior to and in connection with the Acquisition, Terrex and Anterra entered into a settlement agreement (the "Agreement") with Sandstorm Metals and Energy Ltd. and 0905896 BC Ltd. (collectively, "Sandstorm"). Pursuant to the Agreement, the obligations of Terrex, under a hydro carbon purchase agreement dated March 18, 2011 were terminated in exchange for $3 million cash, funded by Anterra, the delivery of certain equipment from Terrex having a value of $3 million, and the issuance by Anterra of a $4 million principal amount, 6%, 5 year secured convertible debenture (note 10), the issuance of 3 million Anterra Shares, and the issuance of 20,801,303 Terrex Shares which were exchanged for approximately 6.4 million Anterra shares under the Acquisition. The inter-company payable amount reflects amounts advanced by Anterra to Terrex to facilitate the Agreement.

Costs related to the acquisition totaled $ 694,030 of which $475,681 was incurred during the nine months ended September 30, 2013 and were expensed in the statement of income (loss) and comprehensive income (loss) as incurred.

5. Segmented financial information:

For the Nine months ended September 30, 2013	Oil and Gas Production $	Midstream Processing $	Corporate Segment $	Eliminations $	Total $
Revenue	7,067,080	2,189,194	-	(79,782)	9,176,492
Royalties	(1,153,829)	-	-		(1,153,829)
	5,913,251	2,189,194	-	(79,782)	8,022,663
Expense					
Production and operating	4,235,949	921,366	-	(79,782)	5,077,533
Depletion, depreciation and amortization	1,874,075	116,549	-	-	1,990,624
General and administrative	1,739,069	552,183	200,942	-	2,492,194
Share-based payment	-	-	27,105	-	27,105
Gain on business combination	(1,192,666)	-	-	-	(1,192,666)
Finance expense	-	-	522,875	-	522,875
Deferred income tax (recovery)	(49,326)	(24,263)	(2,800)	-	(76,389)
Total Expense	6,607,101	1,565,835	748,122	(79,782)	8,841,276
Net income (loss)	(693,850)	623,359	(748,122)	-	(818,613)
Capital expenditures:					
Exploration and evaluation assets disposals	(25,947)	-	-	-	(25,947)
Property, plant and equipment	1,197,964	1,277,901	-	-	2,475,865
	1,172,017	1,277,901	-	-	2,449,918
Total Assets	52,590,404	2,281,504	3,869,530	-	58,716,438

For nine months ended September 30, 2012	Oil and Gas Production $	Midstream Processing $	Corporate Segment $	Eliminations $	Total $
Revenue	4,098,187	2,006,399	-	(57,999)	6,046,587
Royalties	(752,263)		-	-	(752,263)
	3,345,924	2,006,399	-	(57,999)	5,294,324
Expense					
Production and operating	1,977,189	732,698	-	(57,999)	2,651,888
Depletion, depreciation and amortization	1,196,866	90,191	-	-	1,287,057
General and administrative	-	-	1,497,176	-	1,497,176
Share-based payments	-	-	105,139	-	105,139
Finance expense	-	-	233,574	-	233,574
Deferred income tax (recovery)	-	-	(93,843)	-	(93,843)
Total Expense	3,174,055	822,889	1,742,046	(57,999)	5,680,991
Net Income (loss)	171,869	1,183,510	(1,742,046)	-	(386,667)
Capital expenditures:					
Exploration and evaluation assets	37,147	-	-	-	37,147
Property, plant and equipment	2,311,568	120,630	-	-	2,432,198
	2,348,715	120,630	-	-	2,469,345
Total Assets	31,769,489	1,248,507	2,933,473	-	39,627,897

6. Property, plant and equipment:

	Petroleum and natural gas properties $	Processing facilities and furniture and fixtures $	Total $
Carrying Value			
At January 1, 2012	32,574,709	3,206,957	35,781,666
Additions	4,068,929	151,178	4,220,107
Transfer from E&E assets	442,672	-	442,672
Decommissioning provisions	1,724,221	(167,870)	1,556,351
At December 31, 2012	38,810,531	3,190,265	42,000,796
Additions	1,197,964	1,277,901	2,475,865
Acquisition	15,231,918	-	15,231,918
Decommissioning provisions	(666,213)	(3,317)	(669,530)
At September 30, 2013	54,574,200	4,464,849	59,039,049
Accumulated Depletion, Depreciation and Impairment			
At January 1, 2012	3,021,077	1,997,381	5,018,458
Depletion for the year	1,429,044	69,415	1,498,459
Impairment for the year	180,800	-	180,800
At December 31, 2012	4,630,921	2,066,796	6,697,717
Depletion for the period	1,874,075	116,549	1,990,624
At September 30, 2013	6,504,996	2,183,345	8,688,341
Net book value			
At December 31, 2012	34,179,610	1,123,469	35,303,079
At September 30, 2013	48,069,204	2,281,504	50,350,708

Future development costs relating to proved plus probable reserves total approximately $31,266,700 (2012 - 19,926,700) and are included in the depletion calculation.

7. Evaluation and exploration assets:

Cost	$
At January 1, 2012	4,887,788
Additions	102,031
Transfers to property, plant and equipment	(442,672)
At December 31, 2012	4,547,147
Changes	(25,947)
At September 30, 2013	4,521,200

Exploration and evaluation (E&E) assets consist of the Company's land and exploration projects which are pending the determination of their technical feasibility and commercial viability.

8. Bank debt:

At September 30, 2013 the Company had approved bank credit facilities totaling $22 million comprised of a $15 million (December 31, 2012 - $12 million) revolving operating demand loan facility and a $7 million (December 31, 2012 - $5 million) non-revolving acquisition/development demand loan facility.

At September 30, 2013, the Company had drawn $1,682,953 (December 31, 2012 - $5,748,169) of the revolving loan. The loan bears interest at prime plus 0.75% (2012 - prime plus 0.75%), with an effective rate at September 30, 2013 of 3.75% (December 31, 2012 – 3.75%). No amount has been drawn on the non-revolving facility.

The credit facilities are secured by a single first floating charge debenture in the amount of $35 million over all assets of the Company.

Under its Credit Facility Agreement, the Company is required to maintain a working capital ratio, after adding the unused portion of the revolving demand loan and after excluding outstanding bank debt under the facility, of not less than 1:1. The Company was in compliance with this covenant at December 31, 2012 and at September 30, 2013.

9. Decommissioning provisions:

Cost	$
At January 1, 2012	4,672,013
Changes to estimate	1,520,362
Additions	35,989
Liabilities settled	(280,033)
Accretion expense	86,326
At December 31, 2012	6,034,657
Changes to estimate	(669,530)
Acquisition	4,996,797
Accretion expense	146,823
At September 30, 2013	10,508,747

The Company's decommissioning obligations result from its ownership interest in oil and natural gas assets including well sites and gathering systems. The total decommissioning obligation is estimated based on the Company's net ownership interest in all wells and facilities, estimated costs to reclaim and abandon these wells and facilities and the estimated timing of the costs to be incurred in future years. The Company has estimated the net present value of the decommissioning obligations to be $10,508,747 as at September 30, 2013 (2012- $6,034,657) based on an undiscounted total future liability of $13,338,308 (2012 - $7,495,558). These payments are expected to be made over the next 25 years with the majority of costs to be incurred between 2015 and 2025. The discount factor, being the risk free rate related to the liability, is 2.19% (2012- 1.83%).

10. Convertible debenture:

6% redeemable convertible debenture ($4,000,000 – principal)	$3,459,181

On March 14, 2013, immediately prior to and in connection with the acquisition of Terrex (note 4, Business Combination), the Company issued a $4 million principal amount convertible debenture as partial settlement of a hydrocarbon purchase agreement between Terrex and Sandstorm. The debenture bears interest at 6% payable semi-annually with the principal repayable on March 14, 2018, The debenture is secured, subordinate to the bank credit facility, by a floating charge on the property and assets of the Company.

At the option of the holder on 20 days' notice, the debenture is convertible, in whole or in part at any time, into common shares of the Company at a price of $0.10 per share. The debenture is redeemable, in whole or in part at any time, by the Company on 30 days' notice.

The debenture was initially recorded at its principal amount net of an equity component valued at $606,526 ($454,895 after deferred income tax) attributable to the holder's option to convert the debt into common shares. An accretion expense of $65,707 relating to the debenture has been recorded in financing costs during the period.

11. Income taxes:

The Company has incurred losses for income tax purposes. The existence and timing of future taxable income sufficient to utilize the losses is uncertain and, accordingly future income tax reductions associated with the losses have not been recognized except to extent future income tax liabilities were recorded.

12. Share capital:

At December 31, 2012 and 2011, the Company was authorized to issue an unlimited number of Class A common shares without par value and an unlimited number of preferred shares issuable in series, rights and privileges to be determined upon issue.

Issued and Outstanding		**Class A Shares**	**Warrants**	**$**
As at January 1, 2012		246,438,032	1,599,999	31,264,146
Expired	(a)		(1,599,999)	(153,600)
As at December 31, 2012		246,438,032	-	31,110,546
Acquisition	(b)(c)	36,680,174	5,150,000	2,356,213
Expired	(c)		(3,150,000)	-
Private placement	(d)	107,692,308	1,000,000	6,619,750
Private placement	(e)	106,060,606	1,000,000	6,619,668
As at September 30, 2013		496,871,120	4,000,000	46,706,177

(a) On January 14, 2012, 1,599,999 warrants expired.
(b) On March 14, 2013, a total of 36,680,174 shares were issued on the Terrex Acquisition: 31,813,614 shares were issued to Terrex shareholders in exchange for all Terrex shares; 3,000,000 shares were issued to Sandstorm directly pursuant to the Sandstorm Settlement Agreement; and 1,866,560 shares were issued to individuals directly pursuant to the settlement of personnel obligations.
(c) On March 14, 2013, warrants for the acquisition of a total of 1,581,050 Anterra Class A shares were issued in relation to the Terrex Acquisition: warrants to purchase 967,050 shares at price at $1.001 expired on August 21, 2013 and warrants to purchase 614,000 shares at a price of $0.603 per share will expire on July 15, 2015. No value has been attributed to the warrants.
(d) On April 5, 2013, pursuant to a private placement, the Company issued 107,692,308 Class A common shares, at a price of $0.065 per share, to LandOcean Resource Investment Canada Co. Ltd. for gross proceeds of $7 million. The Company paid a cash fee of $350,000 and issued 1,000,000 common shares purchase warrants relating to the private placement. Each warrant entitles the holder to acquire one common share at a price of $0.10 per share. The warrants will expire on April 4, 2015.
(e) On August 26, 2013, pursuant to a private placement, the Company issued 106,060,606 Class A common shares at a price of $0.066 per share, to Huisheng Group Co. Ltd. ('Huisheng") for gross proceeds of $7 million. The company paid a cash fee of $350,000 and issued 1,000,000 common shares purchase warrants relating to the private placement. Each warrant entitles the holder to acquire one common share at a price of $0.10 per share. The warrants will expire on August 21 2015.

13. Finance income and expenses:

	Three months ended September 30, 2013	Three months ended September 30, 2012	Nine months ended September 30, 2013	Nine months ended September 30, 2012
Finance income:				
Interest income on bank deposits	(146)	(3,193)	(576)	(5,529)
Financial expenses:				
Interest on bank debt	60,279	71,308	180,921	174,463
Interest on debenture	60,000		130,000	
Accretion of debenture	30,326	-	65,707	-
Accretion of decommissioning liabilities	64,114	19,634	146,823	64,640
	214,719	90,942	523,451	239,103
Net finance expenses	214,573	88,711	522,875	233,574

14. (Loss) per share amounts:

Basic earnings per share were calculated as follows:

	Three months ended September 30, 2013	Three months ended September 30, 2012	Nine months ended September 30, 2013	Nine months ended September 30, 2012
Income (loss) for the period	**$ (584,159)**	$ ($46,189)	**$ (818,613)**	$ (386,667)
Weighted average number of common shares (Basic)	**431,159,658**	33,241,122	**354,825,661**	246,438,032

The effect of outstanding options, warrants and convertible instruments is non-dilutive.

15. Supplemental cash flow information:

Changes in non-cash working capital is comprised of:

Nine months ended September 30	2013	2012
Source/ (use) of cash:		
Trade and other receivables	$ 379,706	$ (397,949)
Deposit and prepaid expenses	(313,368)	(46,494)
Trade and other payables	(3,520,250)	1,140,454
	$(3,453,912)	$ 696,011
Related to operating activities	$(2,099,878)	$ 356,628
Related to investing activities	$(1,354,034)	$ 339,383
	$(3,453,912)	$ 696,011

16. Commitments

As at September 30, 2013, the Company has committed to certain payments as presented below:

	2013	2014	2015	2016	2017
Accounts payable	3,119,725				
Bank debt		1,682,593			
Convertible debenture					4,000,000
Office facilities	55,473	221,892	221,892	221,892	221,892
Technical Services Agreement(1)		1,364,720			
Total	3,175,198	3,269,565	221,892	221,892	4,221,892

(1) The Technical Services Agreement commitment relates to the agreement with a related party as outlined in Note 18(a)

17. Subsequent events

On November 26, 2013, the Company entered into a Purchase and Sale Agreement with an arm's length party for the acquisition of producing oil and natural gas properties in the Nipisi area of north central Alberta for a cash consideration of $12.1 million prior to closing adjustments. The acquisition is comprised of an approximate 88% working interest in 4,920 gross developed acres of land, including infrastructure and 17 oil wells producing approximately 400 boe/d net to the Company. The acquisition is effective as of August 1, 2013 and is expected to close on or before mid-December.

18. Related party transactions:

The Company had the following related party transactions:

(a) Land Ocean Energy Services Co ., Ltd.("LandOcean Services") currently holds approximately 21.7% of the issued and outstanding Class A common shares of Anterra through its subsidiary, Land Ocean Resources Investment Canada Co., Ltd. On April 8, 2013 the Company entered into an agreement with LandOcean Services whereby LandOcean Services will provide Anterra with long-term technical consulting services including integrated reservoir studies, exploitation evaluations, and production planning for existing properties and acquisition projects through to the end of 2014.

Pursuant to the agreement, LandOcean Services will earn total compensation of $1,949,600 for technical services through to the end of 2014 of which $584,880 was paid during the three months ended September 30, 2013. The Company charges technical costs incurred under the agreement to petroleum and natural gas properties. Additionally, under the agreement, $50,000 for travel, communication and management costs, under the terms of the agreement, were paid and expensed during the period. No amounts, relating to the agreement, are payable at September 30, 2013.

(b) During the three and Nine months ended September 30, 2013 an accounting firm, of which an former officer is a shareholder, charged the Company $11,340 and $40,950 respectively (2012 - $3,375 and $5,075) for accounting services. No amounts remain payable at September 30 2013 relating to the foregoing.

(c) During the three and nine months ended September 30, 2013, a consulting company, of which an officer is related to, charged the Company $19,500 and $74,690 respectively (2012 - $19,290 and $57,870) for consulting services. There is accounts payable of $6,430 at September 30, 2013.

(d) During the quarter ended September 30, 2013, the Company made a payment in the amount of $84,473 to a corporation, the shareholder of which is a shareholder of Alliance Success Holdings Limited which owns approximately 39% of Anterra. The payment related to consulting services provided in conjunction with Anterra's OTCQX listing, including reimbursement of expenses.

All related party transactions are in the normal course of operations and have been measured at the agreed to exchange amounts, which is the amount of consideration established and agreed to by the related parties and which is similar to those negotiated with third parties.

CORPORATE INFORMATION

Directors

Gary Chang;	Vancouver BC Canada	(2)
Ross O. Drysdale;	Calgary AB Canada	(1)
Gang Fang;	Calgary AB Canada	(2)
Hong Lei;	Beijing P.R. China	
Owen C. Pinnell;	Calgary AB Canada	(1) (3)
Zhen Xiang Huo;	Beijing P.R. China	(3)
Gengwen Sun	Beijing P.R. China	(3)
Ghengfeng Tang	Beijing P.R. China	(1) (2)

Notes: (1) Member of the Audit and Reserves Committee
(2) Member of the Environment and Safety Committee
(3) Member of the Compensation and Governance Committee.

Officers

Owen C. Pinnell	– Chairman
Gang Fang	– President and Chief Executive Officer
Bob D. McCuaig	– Executive Vice President
Norm Knecht	– Chief Financial Officer

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Stock Exchange
TSXV Venture Exchange
Trading Symbol: AE.A
OTCQX International
Trading Symbol: ATERF

Auditors
KPMG LLP

Bankers
Canadian Western Bank

Legal Counsel
Norton Rose Fulbright Canada LLP

Securities fillings

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