

STATEMENTS

Condensed Consolidated Balance Sheets

| (CDN\$ thousands) unaudited | Note | March 31, 2017 | December 31, 2016 |
|--|------|---------------------|---------------------|
| Assets | | | |
| Current Assets | | | |
| Cash | | \$ 4,162 | \$ 1,257 |
| Restricted Cash | | 389,436 | 392,048 |
| Accounts receivable | 3 | 93,232 | 115,368 |
| Deferred financial assets | 14 | 8,236 | — |
| Other current assets | | 10,803 | 6,721 |
| | | 505,869 | 515,394 |
| Property, plant and equipment: | | | |
| Oil and natural gas properties (full cost method) | 4 | 764,355 | 726,452 |
| Other capital assets, net | 4 | 11,005 | 11,978 |
| Property, plant and equipment | | 775,360 | 738,430 |
| Goodwill | | 650,095 | 651,663 |
| Deferred financial assets | 14 | 8,261 | — |
| Deferred income tax asset | 12 | 700,191 | 733,363 |
| Total Assets | | \$ 2,639,776 | \$ 2,638,850 |
| Liabilities | | | |
| Current liabilities | | | |
| Accounts payable | 6 | \$ 203,007 | \$ 184,534 |
| Dividends payable | | 2,421 | 2,405 |
| Current portion of long-term debt | 7 | 29,308 | 29,539 |
| Deferred financial liabilities | 14 | 6,356 | 28,615 |
| | | 241,092 | 245,093 |
| Deferred financial liabilities | 14 | 1,093 | 12,266 |
| Long-term debt | 7 | 714,691 | 739,286 |
| Asset retirement obligation | 8 | 155,526 | 181,700 |
| | | 871,310 | 933,252 |
| Total Liabilities | | 1,112,402 | 1,178,345 |
| Shareholders' Equity | | | |
| Share capital – authorized unlimited common shares, no par value | | | |
| Issued and outstanding: March 31, 2017 – 242 million shares | | | |
| December 31, 2016 – 240 million shares | 13 | 3,386,946 | 3,365,962 |
| Paid-in capital | | 60,919 | 73,783 |
| Accumulated deficit | | (2,263,590) | (2,332,641) |
| Accumulated other comprehensive income/(loss) | | 343,099 | 353,401 |
| | | 1,527,374 | 1,460,505 |
| Total Liabilities & Shareholders' Equity | | \$ 2,639,776 | \$ 2,638,850 |
| Contingencies | 15 | | |
| Subsequent event | 17 | | |

The accompanying notes to the Condensed Consolidated Financial Statements are an integral part of these statements.

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

| (CDN\$ thousands, except per share amounts) unaudited | Note | Three months ended March 31, | |
|---|------|---------------------------------|---------------------|
| | | 2017 | 2016 |
| Revenues | | | |
| Oil and natural gas sales, net of royalties | 9 | \$ 227,816 | \$ 142,661 |
| Commodity derivative instruments gain/(loss) | 14 | 57,562 | 13,464 |
| | | <u>285,378</u> | <u>156,125</u> |
| Expenses | | | |
| Operating | | 50,381 | 72,590 |
| Transportation | | 29,628 | 25,718 |
| Production taxes | | 10,364 | 7,436 |
| General and administrative | 10 | 23,493 | 22,453 |
| Depletion, depreciation and accretion | | 60,580 | 91,343 |
| Asset impairment | 5 | — | 46,177 |
| Interest | | 10,141 | 14,534 |
| Foreign exchange (gain)/loss | 11 | (3,858) | (54,408) |
| Gain on divestment of assets | 4 | — | (145,100) |
| Gain on prepayment of senior notes | 7 | — | (7,118) |
| Other expense/(income) | | (485) | (160) |
| | | <u>180,244</u> | <u>73,465</u> |
| Income/(Loss) before taxes | | 105,134 | 82,660 |
| Current income tax expense/(recovery) | 12 | 74 | (159) |
| Deferred income tax expense/(recovery) | 12 | 28,767 | 256,485 |
| Net Income/(Loss) | | <u>\$ 76,293</u> | <u>\$ (173,666)</u> |
| Other Comprehensive Income/(Loss) | | | |
| Change in cumulative translation adjustment | | (10,302) | (66,368) |
| Other Comprehensive Income/(Loss) | | <u>(10,302)</u> | <u>(66,368)</u> |
| Total Comprehensive Income/(Loss) | | <u>\$ 65,991</u> | <u>\$ (240,034)</u> |
| Net income/(Loss) per share | | | |
| Basic | 13 | \$ 0.32 | \$ (0.84) |
| Diluted | 13 | \$ 0.31 | \$ (0.84) |

The accompanying notes to the Condensed Consolidated Financial Statements are an integral part of these statements.

Condensed Consolidated Statements of Changes in Shareholders' Equity

| Three months ended March 31 (CDN\$ thousands) unaudited | 2017 | 2016 |
|---|---------------------|-------------------|
| Share Capital | | |
| Balance, beginning of year | \$ 3,365,962 | \$ 3,133,524 |
| Share-based compensation – settled | 20,984 | 9,407 |
| Balance, end of period | \$ 3,386,946 | \$ 3,142,931 |
| Paid-in Capital | | |
| Balance, beginning of year | \$ 73,783 | \$ 56,176 |
| Share-based compensation – settled | (20,984) | (9,407) |
| Share-based compensation – non-cash | 8,120 | 3,429 |
| Balance, end of period | \$ 60,919 | \$ 50,198 |
| Accumulated Deficit | | |
| Balance, beginning of year | \$ (2,332,641) | \$ (2,694,618) |
| Net income/(loss) | 76,293 | (173,666) |
| Dividends | (7,242) | (14,464) |
| Balance, end of period | \$ (2,263,590) | \$ (2,882,748) |
| Accumulated Other Comprehensive Income/(Loss) | | |
| Balance, beginning of year | \$ 353,401 | \$ 402,672 |
| Change in cumulative translation adjustment | (10,302) | (66,368) |
| Balance, end of period | \$ 343,099 | \$ 336,304 |
| Total Shareholders' Equity | \$ 1,527,374 | \$ 646,685 |

The accompanying notes to the Condensed Consolidated Financial Statements are an integral part of these statements.

Condensed Consolidated Statements of Cash Flows

| (CDN\$ thousands) unaudited | Note | Three months ended March 31, | |
|--|------|---------------------------------|-----------------|
| | | 2017 | 2016 |
| Operating Activities | | | |
| Net income/(loss) | | \$ 76,293 | \$ (173,666) |
| Non-cash items add/(deduct): | | | |
| Depletion, depreciation and accretion | | 60,580 | 91,343 |
| Asset impairment | | — | 46,177 |
| Changes in fair value of derivative instruments | 14 | (49,929) | 26,335 |
| Deferred income tax expense/(recovery) | 12 | 28,767 | 256,485 |
| Foreign exchange (gain)/loss on debt and working capital | 11 | (3,911) | (56,158) |
| Share-based compensation | 13 | 8,120 | 3,429 |
| Gain on divestment of assets | 4 | — | (145,100) |
| Gain on prepayment of senior notes | 7 | — | (7,118) |
| Asset retirement obligation expenditures | 8 | (2,541) | (2,454) |
| Changes in non-cash operating working capital | 16 | 10,544 | 30,474 |
| Cash flow from/(used in) operating activities | | 127,923 | 69,747 |
| Financing Activities | | | |
| Cash dividends | | (7,242) | (14,464) |
| Increase/(decrease) in bank credit facility | | (19,229) | 70,849 |
| Proceeds/(repayment) of senior notes | 7 | — | (226,029) |
| Changes in non-cash financing working capital | | 16 | (4,125) |
| Cash flow from/(used in) financing activities | | (26,455) | (173,769) |
| Investing Activities | | | |
| Capital and office expenditures | | (120,493) | (43,292) |
| Property and land acquisitions | | (2,536) | (3,554) |
| Property divestments | 4 | (899) | 187,768 |
| Decrease/(increase) in restricted cash | | 2,612 | — |
| Changes in non-cash investing working capital | | 26,322 | (42,125) |
| Cash flow from/(used in) investing activities | | (94,994) | 98,797 |
| Effect of exchange rate changes on cash | | (3,569) | (992) |
| Change in cash | | 2,905 | (6,217) |
| Cash, beginning of period | | 1,257 | 7,498 |
| Cash, end of period | | \$ 4,162 | \$ 1,281 |

The accompanying notes to the Condensed Consolidated Financial Statements are an integral part of these statements.

NOTES

Notes to Condensed Consolidated Financial Statements

(unaudited)

1) REPORTING ENTITY

These interim Condensed Consolidated Financial Statements ("interim Consolidated Financial Statements") and notes present the financial position and results of Enerplus Corporation ("The Company" or "Enerplus") including its Canadian and U.S. subsidiaries. Enerplus is a North American crude oil and natural gas exploration and development company. Enerplus is publicly traded on the Toronto and New York stock exchanges under the ticker symbol ERF. Enerplus' head office is located in Calgary, Alberta, Canada. The interim Consolidated Financial Statements were authorized for issue by the Board of Directors on May 5, 2017.

2) BASIS OF PREPARATION

Enerplus' interim Consolidated Financial Statements present its results of operations and financial position under accounting principles generally accepted in the United States of America ("U.S. GAAP") for the three months ended March 31, 2017 and the 2016 comparative periods. Certain information and notes normally included with the annual audited Consolidated Financial Statements have been condensed or have been disclosed on an annual basis only. Accordingly, these interim Consolidated Financial Statements should be read in conjunction with Enerplus' audited Consolidated Financial Statements as of December 31, 2016. There are no differences in the use of estimates or judgments between these interim Consolidated Financial Statements and the audited Consolidated Financial Statements and notes thereto for the year ended December 31, 2016.

These unaudited interim Consolidated Financial Statements reflect, in the opinion of Management, all normal and recurring adjustments necessary to present fairly the financial position and results of the Company as at and for the periods presented.

3) ACCOUNTS RECEIVABLE

| (\$ thousands) | March 31, 2017 | December 31, 2016 |
|---|----------------|-------------------|
| Accrued receivables | \$ 72,112 | \$ 83,774 |
| Accounts receivable – trade | 22,824 | 33,305 |
| Current income tax receivable | 1,560 | 1,564 |
| Allowance for doubtful accounts | (3,264) | (3,275) |
| Total accounts receivable, net of allowance for doubtful accounts | \$ 93,232 | \$ 115,368 |

4) PROPERTY, PLANT AND EQUIPMENT ("PP&E")

| As of March 31, 2017 (\$ thousands) | Cost | Accumulated Depletion, Depreciation, and Impairment | Net Book Value |
|--|---------------|---|----------------|
| Oil and natural gas properties | \$ 13,620,458 | \$ (12,856,103) | \$ 764,355 |
| Other capital assets | 106,078 | (95,073) | 11,005 |
| Total PP&E | \$ 13,726,536 | \$ (12,951,176) | \$ 775,360 |

| As of December 31, 2016 (\$ thousands) | Cost | Accumulated Depletion, Depreciation, and Impairment | Net Book Value |
|---|---------------|---|----------------|
| Oil and natural gas properties | \$ 13,567,390 | \$ (12,840,938) | \$ 726,452 |
| Other capital assets | 106,070 | (94,092) | 11,978 |
| Total PP&E | \$ 13,673,460 | \$ (12,935,030) | \$ 738,430 |

Under full cost accounting rules, divestitures of oil and gas properties are generally accounted for as adjustments to capitalized costs, with no recognition of a gain or loss. However, if not recognizing a gain or loss on the transaction would have otherwise significantly altered the relationship between a cost centre's capitalized costs and proved reserves, then a gain or loss must be recognized.

No gains were recognized on dispositions of oil and gas properties for the three months ended March 31, 2017. For the three months ended March 31, 2016, Enerplus disposed of certain Canadian properties for proceeds of \$181.8 million, which resulted in a gain on disposition of \$145.1 million.

5) ASSET IMPAIRMENT

| (\$ thousands) | Three months ended March 31, | |
|---------------------------------|------------------------------|-----------|
| | 2017 | 2016 |
| Oil and natural gas properties: | | |
| Canada cost centre | \$ — | \$ — |
| U.S. cost centre | — | 46,177 |
| Impairment expense | \$ — | \$ 46,177 |

With increases in the 12-month average trailing crude oil and natural gas prices, there was no impairment recorded in 2017. The impairment for the three months ended March 31, 2016 was due to lower 12-month average trailing crude oil and natural gas prices.

The following table outlines the 12-month average trailing benchmark prices and exchange rates used in Enerplus' ceiling tests from March 31, 2016 through March 31, 2017:

| Period | WTI Crude Oil US\$/bbl | Exchange Rate US\$/CDN\$ | Edm Light Crude CDN\$/bbl | U.S. Henry Hub Gas US\$/Mcf | AECO Natural Gas Spot CDN\$/Mcf |
|---------|---------------------------|-----------------------------|------------------------------|--------------------------------|---------------------------------------|
| Q1 2017 | \$ 47.61 | 1.31 | \$ 58.02 | \$ 2.77 | \$ 2.41 |
| Q4 2016 | 42.75 | 1.32 | 52.26 | 2.49 | 2.17 |
| Q3 2016 | 41.68 | 1.32 | 51.17 | 2.27 | 2.06 |
| Q2 2016 | 43.12 | 1.32 | 53.16 | 2.25 | 2.14 |
| Q1 2016 | 46.26 | 1.31 | 56.97 | 2.41 | 2.47 |

6) ACCOUNTS PAYABLE

| (\$ thousands) | March 31, 2017 | December 31, 2016 |
|--------------------------|----------------|-------------------|
| Accrued payables | \$ 118,379 | \$ 104,816 |
| Accounts payable - trade | 84,628 | 79,718 |
| Total accounts payable | \$ 203,007 | \$ 184,534 |

7) DEBT

| (\$ thousands) | March 31, 2017 | December 31, 2016 |
|----------------------|----------------|-------------------|
| Current: | | |
| Senior notes | \$ 29,308 | \$ 29,539 |
| | 29,308 | 29,539 |
| Long-term: | | |
| Bank credit facility | \$ 3,997 | \$ 23,226 |
| Senior notes | 710,694 | 716,060 |
| | 714,691 | 739,286 |
| Total debt | \$ 743,999 | \$ 768,825 |

The terms and rates of the Company's outstanding senior notes are provided below:

| Issue Date | Interest Payment Dates | Principal Repayment | Coupon Rate | Original Principal (\$ thousands) | Remaining Principal (\$ thousands) | CDNS Carrying Value (\$ thousands) |
|-----------------------------|------------------------|---|-------------|-----------------------------------|------------------------------------|------------------------------------|
| September 3, 2014 | March 3 and Sept 3 | 5 equal annual installments beginning September 3, 2022 | 3.79% | US\$200,000 | US\$105,000 | \$ 139,820 |
| May 15, 2012 | May 15 and Nov 15 | Bullet payment on May 15, 2019 | 4.34% | CDN\$30,000 | CDN\$30,000 | 30,000 |
| May 15, 2012 | May 15 and Nov 15 | Bullet payment on May 15, 2022 | 4.40% | US\$20,000 | US\$20,000 | 26,644 |
| May 15, 2012 | May 15 and Nov 15 | 5 equal annual installments beginning May 15, 2020 | 4.40% | US\$355,000 | US\$298,000 | 396,996 |
| June 18, 2009 | June 18 and Dec 18 | 5 equal annual installments beginning June 18, 2017 | 7.97% | US\$225,000 | US\$110,000 | 146,542 |
| Total carrying value | | | | | | \$ 740,002 |
| Current portion | | | | | | 29,308 |
| Long-term portion | | | | | | \$ 710,694 |

For the period ended March 31, 2017, there were no senior note repurchases. For the period ended March 31, 2016 Enerplus repurchased US\$172 million in outstanding senior notes at a discount, resulting in a gain of \$7.1 million, for a total payment of \$226.0 million.

8) ASSET RETIREMENT OBLIGATION

Enerplus has estimated the present value of its asset retirement obligation to be \$155.5 million at March 31, 2017 compared to \$181.7 million at December 31, 2016 based on a total undiscounted liability of \$414.2 million and \$452.1 million, respectively. The asset retirement obligation was calculated using a weighted credit-adjusted risk-free rate of 5.84% (December 31, 2016 – 5.86%).

| (\$ thousands) | Three months ended March 31, 2017 | Year ended December 31, 2016 |
|--|-----------------------------------|------------------------------|
| Balance, beginning of year | \$ 181,700 | \$ 206,359 |
| Change in estimates | (1,164) | 5,496 |
| Property acquisitions and development activity | 314 | 3,003 |
| Dispositions | (25,050) | (35,635) |
| Settlements | (2,541) | (8,390) |
| Accretion expense | 2,267 | 10,867 |
| Balance, end of period | \$ 155,526 | \$ 181,700 |

9) OIL AND NATURAL GAS SALES

| (\$ thousands) | Three months ended March 31, | |
|---|------------------------------|------------|
| | 2017 | 2016 |
| Oil and natural gas sales | \$ 277,745 | \$ 170,423 |
| Royalties ⁽¹⁾ | (49,929) | (27,762) |
| Oil and natural gas sales, net of royalties | \$ 227,816 | \$ 142,661 |

(1) Royalties above do not include production taxes which are reported separately on the Condensed Consolidated Statements of Income/(Loss).

10) GENERAL AND ADMINISTRATIVE EXPENSE

| (\$ thousands) | Three months ended March 31, | |
|------------------------------------|------------------------------|-----------|
| | 2017 | 2016 |
| General and administrative expense | \$ 14,271 | \$ 18,426 |
| Share-based compensation expense | 9,222 | 4,027 |
| General and administrative expense | \$ 23,493 | \$ 22,453 |

11) FOREIGN EXCHANGE

| (\$ thousands) | Three months ended March 31, | |
|---|------------------------------|-------------|
| | 2017 | 2016 |
| Realized: | | |
| Foreign exchange (gain)/loss | \$ 53 | \$ 1,750 |
| Unrealized: | | |
| Translation of U.S. dollar debt and working capital (gain)/loss | (3,911) | (56,158) |
| Foreign exchange (gain)/loss | \$ (3,858) | \$ (54,408) |

12) INCOME TAXES

Enerplus' provision for income tax is as follows:

| (\$ thousands) | Three months ended March 31, | |
|---------------------------------|------------------------------|------------|
| | 2017 | 2016 |
| Current tax expense/(recovery) | | |
| Canada | \$ — | \$ (303) |
| United States | 74 | 144 |
| Current tax expense/(recovery) | 74 | (159) |
| Deferred tax expense/(recovery) | | |
| Canada | \$ 13,619 | \$ 12,846 |
| United States | 15,148 | 243,639 |
| Deferred tax expense/(recovery) | 28,767 | 256,485 |
| Income tax expense/(recovery) | \$ 28,841 | \$ 256,326 |

The difference between expected income taxes based on the statutory income tax rate and the effective income tax rate for the current and prior period is impacted by the following: expected annual earnings, recognition or reversal of valuation allowance, foreign rate differentials for foreign operations, statutory and other rate differentials, non-taxable portions of capital gains and losses, and non-deductible share-based compensation. As at March 31, 2017 Enerplus' total valuation allowance was \$347.1 million (December 31, 2016 - \$347.9 million).

13) SHAREHOLDERS' EQUITY

a) Share Capital

| | Three months ended March 31, 2017 | | Year ended December 31, 2016 | |
|---|-----------------------------------|--------------|------------------------------|--------------|
| | Shares | Amount | Shares | Amount |
| Authorized unlimited number of common shares issued: (thousands) | | | | |
| Balance, beginning of year | 240,483 | \$ 3,365,962 | 206,539 | \$ 3,133,524 |
| Issued for cash: | | | | |
| Issue of shares | — | — | 33,350 | 230,115 |
| Share issue costs (net of tax of \$2,621) | — | — | — | (7,084) |
| Non-cash: | | | | |
| Share-based compensation – settled | 1,646 | 20,984 | 594 | 9,407 |
| Balance, end of period | 242,129 | \$ 3,386,946 | 240,483 | \$ 3,365,962 |

Dividends declared to shareholders for the three months ended March 31, 2017 was \$7.2 million (2016 - \$14.5 million).

On May 31, 2016, Enerplus issued 33,350,000 common shares at a price of \$6.90 per share for gross proceeds of \$230,115,000 (\$220,410,400, net of issue costs before tax).

b) Share-based Compensation

The following table summarizes Enerplus' share-based compensation expense, which is included in General and Administrative expense on the Consolidated Statements of Income/(Loss):

| (\$ thousands) | Three months ended March 31, | |
|--|------------------------------|----------|
| | 2017 | 2016 |
| Cash: | | |
| Long-term incentive plans expense | \$ 155 | \$ 733 |
| Non-cash: | | |
| Long-term incentive plans and stock option expense | 8,120 | 3,429 |
| Equity swap (gain)/loss | 947 | (135) |
| Share-based compensation expense | \$ 9,222 | \$ 4,027 |

i) Long-term Incentive ("LTI") Plans

In 2014, the Performance Share Unit ("PSU") and Restricted Share Unit ("RSU") plans were amended such that grants under the plans are settled through the issuance of treasury shares. The amendment was effective beginning with our grant in March of 2014 and any prior grants were settled in cash. The final cash-settled PSU and RSU grants were settled in December, 2015 and March, 2016, respectively. The Company's Director Share Units ("DSU") continue to be granted as cash-settled awards.

The following table summarizes the PSU, RSU and DSU activity for the three months ended March 31, 2017:

| For the three months ended March 31, 2017 (thousands of units) | Cash-settled LTI plans | Equity-settled LTI plans | | Total |
|---|---------------------------|--------------------------|---------|---------|
| | DSU | PSU | RSU | |
| Balance, beginning of year | 306 | 2,442 | 2,698 | 5,446 |
| Granted | 59 | 814 | 805 | 1,678 |
| Vested | — | (528) | (1,118) | (1,646) |
| Forfeited | — | — | (41) | (41) |
| Balance, end of period | 365 | 2,728 | 2,344 | 5,437 |

Cash-settled LTI Plans

For the three months ended March 31, 2017, the Company recorded cash share-based compensation of \$0.2 million (March 31, 2016 - expense of \$0.7 million). For the three months ended March 31, 2017 the Company made cash payments of \$0.1 million related to its cash-settled plans (March 31, 2016 - \$2.7 million).

As of March 31, 2017, a liability of \$3.9 million (December 31, 2016 - \$3.9 million) with respect to the DSU plan has been recorded to Accounts Payable on the Consolidated Balance Sheets.

Equity-settled LTI Plans

For the three months ended March 31, 2017 the Company recorded non-cash share-based compensation expense of \$8.1 million (2016 – \$3.4 million).

The following table summarizes the cumulative share-based compensation expense recognized to-date which is recorded to Paid-in Capital on the Consolidated Balance Sheets. Unrecognized amounts will be recorded to non-cash share-based compensation expense over the remaining vesting terms.

| At March 31, 2017 (\$ thousands, except for years) | PSU ⁽¹⁾ | | RSU | | Total |
|--|--------------------|--------|-----|--------|-----------|
| Cumulative recognized share-based compensation expense | \$ | 18,657 | \$ | 7,295 | \$ 25,952 |
| Unrecognized share-based compensation expense | | 16,900 | | 11,374 | 28,274 |
| Fair value | \$ | 35,557 | \$ | 18,669 | \$ 54,226 |
| Weighted-average remaining contractual term (years) | | 1.9 | | 1.7 | |

(1) Includes estimated performance multipliers.

ii) Stock Option Plan

The Company suspended the issuance of stock options in 2014. At March 31, 2017 all stock options are fully vested and any related non-cash share-based compensation expense has been fully recognized.

The following table summarizes the stock option plan activity for the period ended March 31, 2017:

| Period ended March 31, 2017 | Number of Options (thousands) | Weighted Average Exercise Price |
|--|----------------------------------|------------------------------------|
| Options outstanding, beginning of year | 5,900 | \$ 18.29 |
| Forfeited | (29) | 18.68 |
| Options outstanding, end of period | 5,871 | \$ 18.29 |
| Options exercisable, end of period | 5,871 | \$ 18.29 |

At March 31, 2017, Enerplus had 5,870,740 options that were exercisable at a weighted average reduced exercise price of \$18.29 with a weighted average remaining contractual term of 2.3 years, giving an aggregate intrinsic value of nil (2016 – 3.3 years and nil). The intrinsic value of options exercised for the three months ended March 31, 2017 was nil (March 31, 2016 – nil).

c) Basic and Diluted Net Income/(Loss) Per Share

Net income/(loss) per share has been determined as follows:

| (thousands, except per share amounts) | Three months ended March 31, | |
|--|------------------------------|--------------|
| | 2017 | 2016 |
| Net income/(loss) | \$ 76,293 | \$ (173,666) |
| Weighted average shares outstanding – Basic | 241,285 | 206,716 |
| Dilutive impact of share-based compensation ⁽¹⁾ | 5,073 | — |
| Weighted average shares outstanding – Diluted | 246,358 | 206,716 |
| Net income/(loss) per share | | |
| Basic | \$ 0.32 | \$ (0.84) |
| Diluted ⁽¹⁾ | \$ 0.31 | \$ (0.84) |

(1) For the three months ended March 31, 2016 the impact of share-based compensation was anti-dilutive as a conversion to shares would not increase the loss per share.

14) FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

a) Fair Value Measurements

At March 31, 2017 the carrying value of cash, restricted cash, accounts receivable, accounts payable, dividends payable and bank credit facilities approximated their fair value due to the short-term maturity of the instruments.

At March 31, 2017 senior notes had a carrying value of \$740.0 million and a fair value of \$766.6 million (December 31, 2016 - \$746.0 million and \$771.0 million, respectively).

There were no transfers between fair value hierarchy levels during the period.

b) Derivative Financial Instruments

The deferred financial assets and liabilities on the Consolidated Balance Sheets result from recording derivative financial instruments at fair value.

The following table summarizes the change in fair value for the three months ended March 31, 2017 and 2016:

| Gain/(Loss) (\$ thousands) | Three months ended March 31, | | Income Statement Presentation |
|-----------------------------------|------------------------------|-------------|------------------------------------|
| | 2017 | 2016 | |
| Electricity Swaps | \$ (117) | \$ (308) | Operating expense |
| Equity Swaps | (947) | 135 | General and administrative expense |
| Commodity Derivative Instruments: | | | |
| Oil | 44,358 | (31,276) | Commodity derivative |
| Gas | 6,635 | 5,114 | instruments |
| Total | \$ 49,929 | \$ (26,335) | |

The following table summarizes the income statement effects of Enerplus' commodity derivative instruments:

| (\$ thousands) | Three months ended March 31, | |
|--|------------------------------|-------------|
| | 2017 | 2016 |
| Change in fair value gain/(loss) | \$ 50,993 | \$ (26,162) |
| Net realized cash gain/(loss) | 6,569 | 39,626 |
| Commodity derivative instruments gain/(loss) | \$ 57,562 | \$ 13,464 |

The following table summarizes the fair values at the respective period ends:

| (\$ thousands) | March 31, 2017 | | | | December 31, 2016 | |
|-----------------------------------|----------------|-----------|-------------|-----------|-------------------|-----------|
| | Assets | | Liabilities | | Liabilities | |
| | Current | Long-term | Current | Long-term | Current | Long-term |
| Electricity Swaps | \$ — | \$ — | \$ 758 | \$ — | \$ 641 | \$ — |
| Equity Swaps | — | — | 1,789 | 1,093 | 1,044 | 891 |
| Commodity Derivative Instruments: | | | | | | |
| Oil | 8,236 | 8,261 | 980 | — | 17,466 | 11,375 |
| Gas | — | — | 2,829 | — | 9,464 | — |
| Total | \$ 8,236 | \$ 8,261 | \$ 6,356 | \$ 1,093 | \$ 28,615 | \$ 12,266 |

c) Risk Management

i) Market Risk

Market risk is comprised of commodity price, foreign exchange, interest rate and equity price risk.

Commodity Price Risk:

Enerplus manages a portion of commodity price risk through a combination of financial derivative and physical delivery sales contracts. Enerplus' policy is to enter into commodity contracts subject to a maximum of 80% of forecasted production volumes net of royalties and production taxes.

The following tables summarize the Corporation's price risk management positions at May 4, 2017:

Crude Oil Instruments:

| Instrument Type⁽¹⁾ | bbls/day | US\$/bbl |
|--------------------------------------|-----------------|-----------------|
| Apr 1, 2017 – May 31, 2017 | | |
| WTI Swap | 2,000 | 53.50 |
| WTI Purchased Put | 14,000 | 50.29 |
| WTI Sold Call | 14,000 | 61.14 |
| WTI Sold Put | 14,000 | 38.94 |
| WCS Differential Swap | 2,000 | (14.75) |
| Jun 1, 2017 – Jun 30, 2017 | | |
| WTI Swap | 2,000 | 53.50 |
| WTI Purchased Put | 14,000 | 50.29 |
| WTI Sold Call | 14,000 | 61.14 |
| WTI Sold Put | 14,000 | 38.94 |
| WCS Differential Swap | 3,000 | (14.45) |
| Jul 1, 2017 – Dec 31, 2017 | | |
| WTI Swap | 2,000 | 53.50 |
| WTI Purchased Put | 18,000 | 50.61 |
| WTI Sold Call | 18,000 | 60.33 |
| WTI Sold Put | 18,000 | 39.62 |
| WCS Differential Swap | 3,000 | (14.45) |
| Jan 1, 2018 – Dec 31, 2018 | | |
| WTI Swap | 3,000 | 53.73 |
| WTI Purchased Put | 9,500 | 54.00 |
| WTI Sold Call | 9,500 | 63.09 |
| WTI Sold Put | 9,500 | 43.13 |
| Jan 1, 2019 – Mar 31, 2019 | | |
| WTI Swap | 3,000 | 53.73 |
| WTI Purchased Put | 1,000 | 56.00 |
| WTI Sold Call | 1,000 | 70.00 |
| WTI Sold Put | 1,000 | 45.00 |
| Apr 1, 2019 – Dec 31, 2019 | | |
| WTI Purchased Put | 4,000 | 54.69 |
| WTI Sold Call | 4,000 | 66.18 |
| WTI Sold Put | 4,000 | 43.75 |

(1) Transactions with a common term have been aggregated and presented at a weighted average price/bbl.

Natural Gas Instruments:

| Instrument Type⁽¹⁾ | MMcf/day | US\$/Mcf |
|--------------------------------------|-----------------|-----------------|
| Apr 1, 2017 – Dec 31, 2017 | | |
| NYMEX Purchased Put | 50.0 | 2.75 |
| NYMEX Sold Call | 50.0 | 3.41 |
| NYMEX Sold Put | 50.0 | 2.06 |

(1) Transactions with a common term have been aggregated and presented at a weighted average price/Mcf.

Electricity Instruments:

| Instrument Type | MWh | CDN\$/Mwh |
|--------------------------------|------------|------------------|
| Apr 1, 2017 – Dec 31, 2017 | | |
| AESO Power Swap ⁽¹⁾ | 6.0 | 44.38 |

(1) Alberta Electrical System Operator ("AESO") fixed pricing.

Physical Contracts:

| Instrument Type | MMcf/day | US\$/Mcf |
|--|-----------------|-----------------|
| <i>Purchases:</i> | | |
| Apr 1, 2017 – Jun 30, 2017 AECO-NYMEX Basis | 35.0 | (1.16) |
| Jul 1, 2017 – Oct 31, 2017 AECO-NYMEX Basis | 10.0 | (1.17) |
| <i>Sales:</i> | | |
| Apr 1, 2017 – Jun 30, 2017 AECO-NYMEX Basis | 35.0 | (0.66) |
| Jul 1, 2017 – Oct 31, 2017 AECO-NYMEX Basis | 35.0 | (0.66) |
| Nov 1, 2017 – Oct 31, 2018 AECO-NYMEX Basis | 35.0 | (0.66) |
| Nov 1, 2018 – Oct 31, 2019 AECO-NYMEX Basis | 35.0 | (0.64) |

Foreign Exchange Risk:

Enerplus is exposed to foreign exchange risk in relation to its U.S. operations, and U.S. dollar denominated senior notes and working capital. Additionally, Enerplus' crude oil sales and a portion of its natural gas sales are based on U.S. dollar indices. To mitigate exposure to fluctuations in foreign exchange, Enerplus may enter into foreign exchange derivatives. At March 31, 2017 Enerplus did not have any foreign exchange derivatives outstanding.

Interest Rate Risk:

As of March 31, 2017 almost all of Enerplus' debt was based on fixed interest rates, and Enerplus had no interest rate derivatives outstanding.

Equity Price Risk:

Enerplus is exposed to equity price risk in relation to its long-term incentive plans detailed in Note 13. Enerplus has entered into various equity swaps maturing between 2017 and 2018 and has effectively fixed the future settlement cost on 470,000 shares at weighted average price of \$16.89 per share.

ii) Credit Risk

Credit risk represents the financial loss Enerplus would experience due to the potential non-performance of counterparties to its financial instruments. Enerplus is exposed to credit risk mainly through its joint venture, marketing and financial counterparty receivables.

Enerplus mitigates credit risk through credit management techniques including conducting financial assessments to establish and monitor counterparties' credit worthiness, setting exposure limits, monitoring exposures against these limits and obtaining financial assurances such as letters of credit, parental guarantees, or third party credit insurance where warranted. Enerplus monitors and manages its concentration of counterparty credit risk on an ongoing basis.

Enerplus' maximum credit exposure at the balance sheet date consists of the carrying amount of its non-derivative financial assets and the fair value of its derivative financial assets. At March 31, 2017 approximately 62% of Enerplus' marketing receivables were with companies considered investment grade.

At March 31, 2017 approximately \$3.4 million or 4% of Enerplus' total accounts receivable were aged over 120 days and considered past due. The majority of these accounts are due from various joint venture partners. Enerplus actively monitors past due accounts and takes the necessary actions to expedite collection, which can include withholding production, netting amounts of future payments or seeking other remedies including legal action. Should Enerplus determine that the ultimate

collection of a receivable is in doubt, it will provide the necessary provision in its allowance for doubtful accounts with a corresponding charge to earnings. If Enerplus subsequently determines an account is uncollectable the account is written off with a corresponding charge to the allowance account. Enerplus' allowance for doubtful accounts balance at March 31, 2017 was \$3.3 million (December 31, 2016 - \$3.3 million).

iii) Liquidity Risk & Capital Management

Liquidity risk represents the risk that Enerplus will be unable to meet its financial obligations as they become due. Enerplus mitigates liquidity risk through actively managing its capital, which it defines as debt (net of cash and restricted cash) and shareholders' capital. Enerplus' objective is to provide adequate short and long term liquidity while maintaining a flexible capital structure to sustain the future development of its business. Enerplus strives to balance the portion of debt and equity in its capital structure given its current oil and natural gas assets and planned investment opportunities.

Management monitors a number of key variables with respect to its capital structure, including debt levels, capital spending plans, dividends, access to capital markets, as well as acquisition and divestment activity.

At March 31, 2017 Enerplus was in full compliance with all covenants under the bank credit facility and outstanding senior notes.

15) CONTINGENCIES

Enerplus is subject to various legal claims and actions arising in the normal course of business. Although the outcome of such claims and actions cannot be predicted with certainty, the Company does not expect these matters to have a material impact on the Consolidated Financial Statements. In instances where the Company determines that a loss is probable and the amount can be reasonably estimated, an accrual is recorded.

16) SUPPLEMENTAL CASH FLOW INFORMATION

a) Changes in Non-Cash Operating Working Capital

| (\$ thousands) | Three months ended March 31, | |
|----------------------|------------------------------|------------------|
| | 2017 | 2016 |
| Accounts receivable | \$ 21,672 | \$ 61,077 |
| Other current assets | (4,311) | 3,331 |
| Accounts payable | (6,817) | (33,934) |
| | <u>\$ 10,544</u> | <u>\$ 30,474</u> |

b) Other

| (\$ thousands) | Three months ended March 31, | |
|------------------------------|------------------------------|-----------------|
| | 2017 | 2016 |
| Income taxes paid/(received) | \$ 65 | \$ (1,924) |
| Interest paid | <u>\$ 3,644</u> | <u>\$ 9,806</u> |

17) SUBSEQUENT EVENT

Subsequent to March 31, 2017, Enerplus closed the divestment of certain non-core Canadian assets for proceeds of approximately \$60.8 million, after closing adjustments.