# REPORT OF A TAKE-OVER BID

## Section 189.1.3 of the Regulations to the *Securities Act* (Québec)

**1. Offeree Issuer:**

Solid State Geophysical Inc.
7309 Flint Road S.E.
Calgary, AB  T2H 1G3

**2. Name and address of the offeror**:

SSGI Acquisition Corp.
1900
333 - 7th Avenue S.W.
Calgary, AB T2P 2Z1

**3. Designation of the the securities that are subject to the bid (including CUSIP number):**

Common Shares of Solid State Geophysical Inc.
CUSIP No. 83420Q100

**4. Date of bid**:

November 27, 1997

**5. Maximum number of securities sought by the offeror**:

5,275,420 Common Shares

**6. Value, expressed in Canadian dollars, of the consideration offered per security**:

Cdn.$3.50 per Common Share

**7. Fee payable in respect of the bid, as calculated under subsection 271.4(1) of the *Securities Act* (Québec):**

None - See Schedule “A” for calculation.

**DATED** this 10th day of December, 1997.

SSGI ACQUISITION CORP.

By: *F.R. Allen*
F.R. Allen
Director

## Schedule "A"

**Calculation of Fee Payable**
**Under Subsection 271.4(1)**
**of the *Securities Act* (Quebec)**

| | | |
|---|---|---|
| A | = | Maximum number of securities sought by the offeror |
| B | = | Value, in Canadian dollars, of the consideration offered per security |
| C | = | Calculation under subsection 271.4(1) of the *Securities Act* (Quebec) |
| D | = | Fee paid with filing of take-over bid |

5,275,420 (A) x Cdn. $3.50 (B) = $18,463,970

$18,463,970 x 25% x 0.02% (C) = $923.19

Cdn.$1,000 (D) paid SEDAR Project No. 00054658